Exhibit A

Petition of Los Angeles County for Modification of Decision 05-08-040

(The 310/424 Area Code Overlay)

BEFORE THE PUBLIC UTILITIES COMMISSION

OF THE STATE OF CALIFORNIA

Order Instituting Rulemaking on the Commission's Own Motion into Competition for Local Exchange Service.	)	Rulemaking 95-04-043 (Filed April 26, 1995)
Order Instituting Investigation on the Commission's Own Motion into Competition for Local Exchange Service.	)	Investigation 95-04-044 (Filed April 26, 1995)

PETITION OF LOS ANGELES COUNTY FOR MODIFICATION OF DECISION 05-08-040 (THE 310/424 AREA CODE OVERLAY)

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Dated: December 22, 2005

On Behalf of the COUNTY OF LOS ANGELES

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PETITION OF LOS ANGELES COUNTY FOR MODIFICATION OF DECISION 05-08-040 (THE 310/424 AREA CODE OVERLAY)

I. Introduction and Summary

The County of Los Angeles ("County") files this Petition for Modification of the August 25, 2005 Order, D.05-08-040 ("Overlay Order"), of the California Public Utilities Commission ("PUC"). The Overlay Order requires the 424 area code as an "overlay" of the existing 310 area code, and mandates 11-digit dialing on all calls within the 310 geography, including calls to numbers with the same area code as the calling telephone.

Through this Petition, the County presents expert testimony that the Overlay Order was based on outdated and inaccurate data and that recent events demonstrate that there are sufficient numbers available within the 310 area code without an overlay. Based on this new information, the County requests that the PUC immediately delay implementation of the Overlay Order.

In support of this Petition, the County is submitting the Declaration of Dr. Lee L. Selwyn ("Selwyn Declaration"), President of Economics and Technology, Inc., a research and consulting firm specializing in telecommunications economics, regulation and public policy. The Selwyn Declaration is attached hereto as Exhibit A and is incorporated herein. Dr. Selwyn has a Ph.D. in Management from the Massachusetts Institute of Technology and a Master of Science degree in Industrial Management from MIT. Dr. Selwyn has worked in the field of telecommunications policy and regulation since the late 1960s. He has appeared as an expert witness on telecommunications matters in numerous regulatory proceedings before approximately forty state public utility commissions and the Federal Communications Commission. He has been involved in numerous telecommunications matters before the Commission dating back to the mid-1970s, including serving as a consultant to the Commission's Office of Ratepayer Advocates.

Dr. Selwyn identifies several new and changed facts affecting number demand and supply within the 310 area code that do not appear to have been considered or addressed prior to the issuance of the Overlay Order.

First, the Overlay Order was based upon old and inaccurate estimates of number supply and availability. The data upon which the Overlay Order was based dates back to the mid-1990s and through about 2000. The data relied upon has become outdated and needs to be updated and reexamined prior to proceeding with the implementation of the Overlay Order.

Second, in assessing the number exhaustion issue in the 310 area code, the PUC has focused primarily upon the availability of numbers and number blocks for assignment to carriers, rather than upon the existing inventory of numbers already assigned to carriers but

not yet assigned by those carriers to customers. In fact, according to recently released FCC data, there are nearly three million telephone numbers in carrier inventories that are all potentially available for assignment to customers in the 310 area code. Selwyn Declaration, Table 2. Additionally, the *supply* of numbers in the 310 area code is likely to experience a significant increase in the coming months due to the effects of the two recent wireless mergers (Cingular/AT&T Wireless and Sprint/Nextel) that are in the process of being implemented and the recently-approved merger of SBC and AT&T and the soon-to-be-approved merger of Verizon and MCI. These new developments that will increase the supply of numbers in the 310 area code were not considered by the PUC in the Overlay Order.

Third, industry trends and recent events point to a major slowdown in the demand for both wireline and wireless numbers. The supply of available numbers has, and is likely to continue to, increase. As a result, there are far more numbers available in the 310 area code and far less demand for those numbers.

Fourth, SBC and Verizon currently possess combined inventories of nearly two million telephone numbers available for assignment to customers in the 310 area code. SBC and Verizon rely on sixteen (16) separate "rate centers" within the 310 area code to maintain an archaic local/toll pricing distinctions and distance-based rate structures, pricing schemes that are no longer being used by most other industry participants, including their own wireless affiliates. Since SBC and Verizon each derive substantial financial benefit from the continued use of these rate centers and are virtually the only service providers that continue to use this construct, it is unreasonable for the public at large to bear the costs, burdens and inconveniences associated with area code relief. As an alternative to the introduction of the

424 area code overlay, SBC and Verizon should be ordered to either abandon their continued use of rate centers, rendering millions of additional numbers available for assignment within the 310 area code, or should be required to make numbering resources currently in their inventories available to other service providers, including both their own wireless affiliates, non-affiliated wireless carriers, and other wireline and paging service providers.

Fifth, the FCC is expected to adopt a new system for assessing federal Universal Service Fund contributions that would replace the existing revenue-based assessment with a numbers-based approach. Dr. Selwyn estimates that the assessment "is expected to be in the range of $1 per month per number, perhaps a bit higher," and on this basis expects that "[t]he imposition of a "per-number" charge will have provide incentive for customers with large quantities of unused DID [Direct Inward Dialing] numbers to return most of them to the ILEC or CLEC rather than pay these number-based USF charges." Selwyn Declaration, ¶8 (2). As with the other recent developments identified by Dr. Selwyn, this impending conversion of unused DID numbers from a "free" to a rather costly commodity, and its potential to significantly increase the supply of numbers in the 310 area code, was not addressed by the PUC in the Overlay Order.

In light of all the recent developments in the telecommunications industry and new data discussed by Dr. Selwyn, the PUC should compile *current* data on number demand and supply within the 310 area code and develop a current forecast of potential 310 exhaust in recognition of the significant changes that have taken place in the California telecommunications industry since the data underlying the current overlay plan was collected in the late 1990s. Based thereon, the PUC should pursue remedial measures to address any

immediate number shortage, while it considers and develops a comprehensive numbering policy for the entire Los Angeles area.

To facilitate this process, Dr. Selwyn has included in his Declaration as Attachment 2 a data request that should be directed at all carriers with numbering resources in the 310 area code. The County requests that the PUC require all carriers with numbering resources within the 310 area code to provide responses to such information requests on an expedited basis.

The County requests that the PUC delay implementation of the Overlay Order until this additional information can be obtained and analyzed by the PUC to determine if an overlay is actually necessary. The County further requests that the PUC adopt a consistent number resource management policy and overlay determination methodology that is consistent within all of Los Angeles County and ensures that all feasible number conservation measures are implemented prior to the 310, and any future, overlay being ordered.

II. The County's Interest, and Prior Participation, in this Matter.

In compliance with PUC Rule 47(e), the County provides the following statement of its interest and participation in this matter. The PUC's Overlay Order will result in impacts to residents, businesses, and governmental agencies in Los Angeles County. The 310 area code is located entirely within Los Angeles County. The County has the largest population (10,226,506 as of January 2005) of any county in the nation, and is exceeded by only eight states. Approximately 28 percent of California's residents live in Los Angeles County. The implementation of the Overlay Order will have a significant and irreversible adverse effect on telecommunications users in the 310 area code. The County is particularly concerned about the overlay's impacts on safety issues, possible confusion and disruption to residents,

consumers, businesses, and government offices in the County, and on how the overlay will impact competition between telecommunication companies and technologies. By allowing a delay in the overlay while the number exhaustion analysis can be performed, residents and businesses in the 310 area code will be protected from a change which will be irreversible and substantially detrimental to residents, businesses, consumers, and government.

The County is also concerned about how the experience of the Overlay Order will impact future PUC actions regarding other area codes within the County's jurisdiction. It is important for the PUC to establish procedures that will be used in making determinations on number availability in future situations that may require area code relief. The County has previously filed two sets of comments with the PUC regarding this matter on June 18, 1999 and June 25, 1999 in support of petition to modify decision 98-05-021 filed by Assemblyman Knox. The County also sent several letters to the PUC on these proceedings (Oct. 7, 1999 letter from County Counsel on behalf of the County; November 16, 1999 letter from the Executive Office of the Board of Supervisors; five separate letters on September 22, 2004 from Chief Administrative Officer on behalf of the County to Commissioners Peevey, Brown, Kennedy, Lynch, and Wood; Oct. 16, 2003 letter from the County's Legislative Representative; September 12, 2003 letter from all five Supervisors.

Additionally, County Supervisor Don Knabe, whose district includes the 310 area code, filed comments with the PUC on November 30, 2004, April 8, 2005 and August 15, 2005 on this matter. The Overlay Order acknowledges Supervisor Knabe's comments at page 7, footnote 3. Supervisor Knabe also represented the County on the South Bay Cities Council of Governments (SBCOG), which is party to these proceedings.

In the aftermath of the issuance of the Overlay Order, the County began to hear complaints from many of its constituents. In response, the County began to investigate the matter further. The County retained Dr. Selwyn to investigate the matter and once all of the new facts and data provided by Dr. Selwyn were available, the County made a decision to file the Petition. The County did not file sooner because it did not have the new information available on number availability, recent industry trends, and other data that is being submitted in Dr. Selwyn's Declaration. Much of the information he relies on were issued after the Overlay Order and therefore could not be submitted earlier. Specifically, the recent changes to the telecommunications industry, including the completed and impending mergers of several cell phone companies and wireline companies, the FCC's recent actions, and other recent developments discussed in this Petition and Dr. Selwyn's Declaration were not considered by the PUC prior to the Overlay Order. Several key reports and data sets were not released until after the Overlay Order was issues, including the FCC's *Implementation of Section 6002(b) of the Omnibus Budget Reconciliation Act of 1993, Tenth Annual Report and Analysis of Competitive Market Conditions With Respect to Commercial Mobile Services*, WT Docket No. 05-71, released on September 30, 2005, the FCC's *Numbering Resource Utilization in the United States as of December 31, 2004*, released in August 2005, and the PUC's Decision 05-12-047, Opinion on Petition for Modification, was only mailed on December 16, 2005.

III. Petition for Modification.

A. New Information Demonstrates that the Overlay Order was Based on Outdated Data and Erroneous Assumptions about Number Availability.

The data upon which the Overlay Order was based dates back to the mid-1990s and through approximately 2000. Selwyn Declaration, ¶5 (3). The data has become stale and needs to be refreshed and reexamined prior to proceeding with the implementation of the Overlay Order. *Id.* There have been a number of more recent developments and material changes in the telecommunications industry both in California and nationally since the time that the data supporting the need for area code relief in the 310 area code was collected. *Id.* These recent changes significantly affect both the demand for, and the supply of, numbering resources.

As discussed below, and in further detail in the Selwyn Declaration, a simple extrapolation of past number demand and supply trends into the future – the methodology typically used by the North American Numbering Plan Administration ("NANPA") to forecast NPA "exhaust" as well as in this proceeding by parties supporting the 424 overlay – produces unreliable forecasts, overstating demand and understating supply, and creates a false impression of a number shortage that in reality does not actually exist. *Id.,* at ¶5(5).

The PUC should compile *current* data on number demand and supply within the 310 area code and develop a current forecast of potential 310 exhaust in recognition of the significant changes that have taken place in the California telecommunications industry since the data underlying the current overlay plan was collected nearly five years ago.

B. Recent Data and Changes in the Industry Indicate there are Sufficient Numbers Available in the 310 Area Code and that there is No Number Exhaustion.

1. New Facts Provided by Dr. Selwyn Indicate a Reduced Demand for Telephone Numbers Within the 310 Area Code.

Dr. Selwyn explains that recent industry trends and experience also point to a major slowdown in the demand for numbers. Selwyn Declaration, ¶5(3-4). The demand for new *wireline* telephone numbers has been declining, both due to customer migration from second residential access lines to broadband Internet access services (DSL and cable modem) that do not require telephone numbers, as well as to the increasing number of competitive local exchange carriers that have gone out of business, merged, or have otherwise exited the wireline services market. *Id.*, at ¶5(4).

Not only are local wireline telephone companies experiencing no growth in demand for new telephone numbers, the quantity of wireline numbers being served by them have actually been shrinking, and there are several reasons why, going forward, the rate of decline is likely to accelerate. Selwyn Declaration, ¶ 26. According to the FCC's August 2005 *Numbering Resource Utilization (NRU) Report*, nationally "the overall [number] utilization rate for Incumbent Local Exchange Carriers (ILECs) was 53.5%, down from 60.3% six months before. In the recent merger proceedings as well as in the Commission's *URF* rulemaking, both SBC and Verizon claimed that they were experiencing a net loss of wireline customers. Second lines are being discontinued in favor of DSL or cable modem high-speed Internet access, and these services do not use telephone numbers at all. *Id.* Verizon has

announced in investor briefings that "consumers are moving from traditional lines to broadband[.]" *Id.*

The demand for wireless numbers is also declining. For several years now, wireless carriers began promoting so-called "family share" pricing plans through such marketing techniques as offering "free" or heavily subsidized additional handsets and the ability for the entire family to share the same block of minutes and to call each other without incurring any airtime use. Selwyn Declaration, ¶9. The result was a major spike in the demand for wireless numbers, but that growth is likely to ebb as the market becomes saturated. *Id.*

The growth in demand for telephone number resources that arose in the mid- to late-1990s has clearly subsided. *Id.*, ¶10. Between 1995 and 2001 inclusive, 162 new area codes were put into service in the United States. *Id.*, and Table 1. But since the beginning of 2002 and through the end of this year, only 16 additional area codes have been introduced. Selwyn Declaration, Table 5. Number pooling and number portability have reduced carrier demand for number resources to accommodate new customers migrating from other service providers. *Id.*, ¶10(2). Number pooling has enabled carrier assignments to be made in blocks of 1,000 rather than 10,000, and number portability has made it possible to serve in-bound customers without having to assign new telephone numbers to them. *Id.*

Dr. Selwyn's analysis of actual experience with overlay area codes established since 2001 demonstrates and confirms that the putative number exhaust concerns that had led to the establishment of those overlays was unfounded. *Id.*, ¶11.

2. New Facts Provided by Dr. Selwyn Indicate Existing Number Inventories are Sufficient to Meet the Demand for 310 Numbers.

Recent FCC Numbering Resource Utilization and Forecasting (NRUF) data indicate that the two incumbent ILECs serving the 310 area code – SBC California and Verizon California (collectively "SBC and Verizon") – currently possess combined inventories of nearly two million telephone numbers available for assignment to customers in the 310 area code; wireless carriers have inventories totaling some 341,000 numbers available for assignment to customers in the 310 area code. Selwyn Declaration, ¶5(6). Moreover, Dr. Selwyn's analysis of apparent disparities in the NRUF dataset suggest that the reported inventories of numbers available for assignment to customers provided by SBC and Verizon **may understate actual levels by as much as one million or more**. *Id.*

According to Dr. Selwyn, recent FCC data suggest the existence of approximately *three million unassigned numbers in the 310 area code.* Selwyn Declaration, Table 4. The same FCC data puts the quantity of numbers in wireline carrier inventories but not assigned to customers in the 310 area code as of December 2004 at 1.994-million. *Id.*, ¶24. As noted by Dr. Selwyn, in D.00-09-073, the PUC observed that on March 16, 2000 there were approximately three million unused numbers as of November 1999. *Id.* In other words, *there was virtually the same quantity of unused numbers in the 310 area code as of November 1999 as there is today*!

Dr. Selwyn's analysis of the FCC's NRUF data leads him to conclude that it *understates* the actual quantity of unassigned wireline numbers in carrier inventories and that

the correct figure for unused numbers in the 310 area code may be closer to or even above four million. Selwyn Declaration, ¶25.

3. New Facts Provided by Dr. Selwyn Indicate an Increased Supply of Numbers Available in the 310 Area Code.

The potential *supply* of numbers in the 310 area code is likely to experience a significant increase in the coming months due to the effects of (1) the two recent wireless mergers (Cingular/AT&T Wireless and Sprint/Nextel) that are being implemented; (b) the recently-approved merger of SBC and AT&T and the soon-to-be-implemented merger of Verizon and MCI; and (c) the expected adoption by the FCC of a new "numbers-based" federal universal service funding (USF) mechanism that will provide incentives for customers with large blocks of unused Direct Inward Dialing (DID) numbers to return them to their respective service providers. Selwyn Declaration, ¶5(3). None of these developments was considered prior to the adoption of the Overlay Order.

4. The Need for the 310 Overlay Would be Eliminated if the PUC Ordered SBC and Verizon to Either Abandon their Use of Rate Centers, or to Make Numbering Resources Currently in their Inventories Available to Other Service Providers.

As discussed above, SBC and Verizon currently possess combined inventories of nearly two million telephone numbers available for assignment to customers in the 310 area code. Selwyn Declaration, ¶5(6). The principal explanation for the underutilization of numbers currently in carrier inventories is the persistence of sixteen (16) separate "rate

centers" within the 310 area code. *Id.* These rate centers basically serve only one function: to enable SBC and Verizon to maintain archaic local/toll pricing distinctions and distance-based rate structures, pricing schemes that are no longer being used by most other industry participants, including their own wireless affiliates. *Id.* Dr. Selwyn's analysis of the distribution of NXX code assignments by rate center within the 310 area code indicates that wireless as well as wireline carriers are routinely assigning their customers telephone numbers from rate centers other than those in which the service is being physically provided or where the customer may be physically located. *Id.*

If rate centers were eliminated altogether or even consolidated into a smaller number of larger areas, the availability of assignable numbers in the 310 code would grow considerably. Since SBC and Verizon each derive substantial financial benefit from the persistence of these small rate centers and are virtually the only service providers that continue to use this construct, it is unreasonable for the public at large to bear the costs, burdens and inconveniences associated with area code relief. *Id.* As an alternative to the introduction of the '424' area code overlay, SBC and Verizon should be offered the choice of either abandoning their continue use of rate centers, making millions of additional numbers available for assignment within the 310 Area code, or alternatively should be required to make numbering resources currently in their inventories available in a non-discriminatory manner to other service providers, including both their own wireless affiliates, non-affiliated wireless carriers, and other wireline and paging service providers.

C. Additional Information Gathering and Data Analysis is Necessary to Determine the Current State of Number Availability and to Justify an Overlay in the 310 Area Code.

As noted by Dr. Selwyn, the most recent Telecommunications Division audit of the 310 area code was completed in February 2001, i.e., nearly five years ago. Selwyn Declaration, ¶5(3). There have been dramatic changes in the telecommunications landscape since that time, and it is essential that the PUC refresh the record with current data and current industry conditions prior to proceeding with a process that may well be unnecessary and that will surely create costs, burdens, confusion and inconvenience for a broad spectrum of telecommunications users throughout the greater Los Angeles area.

Dr. Selwyn has provided a data request that is intended to produce the current and accurate data that would be required for a valid assessment as to the real need for area code relief in the 310 area code. Selwyn Declaration, Attachment 2. The County requests that the PUC issue the data requests recommended by Dr. Selwyn to all carriers with numbering resources in the 310 area code in order to compile current and accurate information on number availability.

D. Telephone Number Resource Management Policy Should be Consistent within all of Los Angeles County.

Many of the same conditions affecting the supply of and future demand for numbering resources within the 310 area code exist throughout the other five area codes (818, 213, 626, 562, and 323) that currently exist within Los Angeles County. As such, it is extremely unlikely

that, with proper numbering resource management and policy, there will be any need for area code relief elsewhere in Los Angeles County.

If the 424 overlay is implemented as presently scheduled, customers in the 310 area code will be required to dial 11-digits on all calls, including calls to other 310 numbers, whereas customers in the remaining portions of Los Angeles County will continue to use the existing 7-digit dialing pattern on home area code calls. This disparity in dialing pattern will create customer confusion and increase the potential for dialing errors. Moreover, since there is no immediate requirement for any overlay area codes to be put into service in the remainder of Los Angeles County, it would be unreasonable to impose mandatory 11-digit dialing throughout all of the remaining Los Angeles area codes. Accordingly, if the 424 overlay area code is to be implemented, the PUC should seek a waiver of the 11-digit dialing requirement until such time as overlay area codes are implemented throughout all portions of Los Angeles County. These data requests should only require a few weeks to respond to.

1. The PUC's Decision 05-12-047 Indicates a Possibility of Future 10-Digit Dialing in the 310 Area Code; Rather than Disrupting Customers Twice, the PUC Should Analyze Whether the Overlay is Even Necessary in Light of Recent Developments.

In Decision 05-12-047, Opinion on Petition for Modification, mailed on December 16, 2005, the PUC indicated that it was denying the request for 10-digit dialing in the 310 area code, but was leaving "open the possibility of adopting the proposed modification for future overlays implemented within California." *Id.*, pp. 3. At the end of Decision 05-12-047, the

conclusions of law stated that the PUC "reserves the option of considering a future revision in dialing requirements applicable to the 310/424 area code overlay, as warranted, to promote consistency with future overlays that may be implemented subject to different dialing requirements. *Id.*, p. 17. Essentially, the PUC is admitting that there could be a consistency problem between the requirement for 11-digit dialing and future overlays. Rather than implement the 11-digit dialing requirement now in the 310 area code, the PUC should delay implementation of the 424 overlay to further review the data and make a fully informed decision that the overlay is even necessary.

IV. The County Respectfully Requests that the PUC Delay the Implementation of the Overlay Order Until it Fully Investigates the Issues Raised by this Petition.

For the reasons discussed herein, the County respectfully requests that the PUC modify the Overlay Order to include the following, or substantially similar language, to carry out the requested modifications:

1. Immediately modify the Overlay Order to delay implementation of the 424 Overlay to allow time for further analysis of number availability based on new information raised by Dr. Selwyn and until a determination is made that an overlay is actually necessary based on current number availability and taking into account future increases in supply and decreases in demand as explained by Dr. Selwyn. Specifically, the County requests that the PUC modify Overlay Order, page 53, paragraph 3 to read: "The schedule set forth below is stayed indefinitely to allow the Commission to fully investigate the issues raised in the

County of Los Angeles' Petition for Modification."

2. Issue information requests consistent with those recommended by Dr. Selwyn to all carriers with numbering resources in the 310 area code in order to compile current and accurate information on number availability.

3. Take other steps to fully investigate the issues of number supply, demand, and availability within the 310 area code raised by Dr. Selwyn.

4. Prior to implementing any overlay in the 310 area code, require SBC and Verizon to either:

   (1) abandon their continued use of rate centers, making millions of additional numbers available for assignment within the 310 area code, or

   (2) make numbering resources currently in their inventories available, in a non-discriminatory manner, to other service providers, including both their own wireless affiliates, non-affiliated wireless carriers, as well as other wireline and paging service providers.

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5. Commit to a consistent number resource management policy and overlay determination methodology that is consistent within all of Los Angeles County and ensures that all feasible number conservation measures are implemented prior to the 310, and any future, overlay being ordered.

Respectfully submitted on December 22, 2005 in Los Angeles, California,

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DECLARATION OF SERVICE

STATE OF CALIFORNIA, County of Los Angeles:

Gloria Hicks states:

I am employed in the County of Los Angeles, State of California, over the age of eighteen years and not a party to the within action.

My business address is 648 Kenneth Hahn Hall of Administration, 500 West Temple Street, Los Angeles, California 90012-2713.

On December 22, 2005, I served the attached:

County of Los Angeles' Petition for Modification of Order 05-08-040

to each party listed in the official service list as of this date on the California Public Utilities Service website for CPUC Proceeding R.95-04-043 / I.95-04-044 as indicated on the attached Service List. Copies have been sent via email to those parties who have supplied an email address, and by U.S. Mail (first-class postage prepaid) to those parties who have not supplied an email address.

A copy was also mailed to:

Thomas R. Pulsifer, Administrative Law Judge

California Public Utilities Commission

505 Van Ness Avenue

San Francisco, CA 94102

I declare under penalty of perjury under the laws of the State of California that the foregoing is true and correct. Executed on December 22, 2005, at Los Angeles, California.

Gloria Hicks

Gloria Hicks
Signature

PUC service list for PUC Proceeding R.95-04-043 / I.95-04-044

(last Updated Dec. 16, 2005)

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Before the

PUBLIC UTILITIES COMMISSION OF THE STATE OF CALIFORNIA

Order Instituting Rulemaking on the Commission's Own Motion into Competition for Local Exchange Service.	R. 95-04-043
Order Instituting Investigation on the Commission's Own Motion into Competition for Local Exchange Service.	I. 95-04-044

Declaration of

LEE L. SELWYN

on behalf of the

COUNTY OF LOS ANGELES

December 21, 2005

ECONOMICS AND TECHNOLOGY, INC.

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ATTACHMENTS

DECLARATION OF LEE L. SELWYN

Lee L. Selwyn, of lawful age, declares and says as follows:

1. My name is Lee L. Selwyn. I am President of Economics and Technology, Inc. ("ETI"), Two Center Plaza, Suite 400, Boston, Massachusetts 02108. ETI is a research and consulting firm specializing in telecommunications economics, regulation and public policy. My Statement of Qualifications is annexed hereto as Attachment 1 and is made a part hereof.

2. I have been actively and continuously involved in the field of telecommunications policy and regulation since the late 1960s. I have appeared as an expert witness on a variety of telecommunications matters in numerous regulatory proceedings before approximately forty state public utility commissions and the Federal Communications Commission, as well as in several foreign countries. I have been involved in numerous telecommunications regulatory matters before the California Public Utilities Commission ("CPUC") dating back to the mid-1970s. I have served as a consultant to the CPUC's Office of Ratepayer Advocates, to the County of Los Angeles, and to a number of business telecommunications users and competitive local exchange carriers.

3. I have had extensive experience and involvement in matters relating to telephone number resource issues, including area code relief proceedings, dating back to the early 1980s. In 1983, I authored a report, *Dialing New York City*, for the Office of Economic Development of the City of New York that presented alternatives to the New York Telephone Company plan to split the 212 area code – one of the earliest area code relief cases in the US. In 1990, I submitted direct testimony before the New York State Public Service Commission on behalf of the Radio Common Carriers of New York regarding the proposed 212/917 area code split. In 1993, I co-

authored *Numbering Principles for the Balancing of Stakeholder Interests* for the County of Los Angeles and the Ad Hoc Telecommunications Users Committee. I prepared testimony on behalf of the Illinois Attorney General on numbering issues on four occasions between 1995 and 1997, examining the 708/630 split, relief plans for the 312 and 847 area codes, and the implementation of number pooling. I prepared comments on behalf of the Pennsylvania Office of Consumer Advocate in 1997 regarding relief plans in the 412, 215/610, and 717 area codes, and in 1998, I prepared an affidavit on behalf of the Wexford Business Association regarding the 412 relief plan. In Ohio, I filed testimony on behalf of the City of Parma regarding the 216/440 area code split. In 1998 and 2000, I co-authored two editions of an ETI report, *Where Have All the Numbers Gone?*, that presented a range of short- and long-term numbering resource management policies. I presented testimony before the Massachusetts Department of Public Utilities in 1998 and 1999 on behalf of the Massachusetts Attorney General addressing the 339/351/774/857 area code overlays. Between 1992 and 2001, I prepared comments on several occasions that were submitted by the Ad Hoc Telecommunications Users Committee in the FCC's *Administration of the North American Number in Plan* rulemaking, CC Docket No. 92-237. I also prepared comments submitted by several parties during 1999 and 2000 in the FCC's *Numbering Resource Optimization* rulemaking (CC Docket No. 99-200), including the Ad Hoc Telecommunications Users Committee, the Texas Office of Public Utility Counsel, the Pennsylvania Office of Consumer Advocate, and the National Association of State Utility Consumer Advocates. Also in 2000, I gave a presentation on *Solving the Nation's Numbering Crisis* at the NARUC Summer Committee Meetings in Los Angeles.

4. I hold a Ph.D. degree in Management from the Alfred P. Sloan School of Management at the Massachusetts Institute of Technology. I also hold a Master of Science degree in Industrial Management from MIT and a Bachelor of Arts degree with Honors in Economics from Queens

College of the City University of New York. My education and experience embraces both the telecommunications and computer/information technology fields

The '424' overlay of the '310' area code in Los Angeles County.

5. I have been asked by the County of Los Angeles ("County") to review the Commission's August 25, 2005 Decision No. 05-08-040 in this proceeding pertaining to the matter of area code relief in the '310' Numbering Plan Area ("NPA"), to examine the evidence and arguments offered by the parties in the underlying proceeding, and to offer expert opinions regarding two specific issues:

(1) Whether certain recent developments in the California telecommunications industry that were not specifically addressed in the proceeding leading up to D.05-08-040 (in part because they post-dated the time frame of the evidentiary record therein) have the potential to materially affect the forward-looking demand for additional telephone numbers in the portion of Los Angeles County falling within the '310' NPA, and/or the supply of numbers within the '310' area code that would be available in the future for satisfying such demand; and

(2) Whether and how the specific area code relief solution that has been adopted for the '310' NPA – i.e., the introduction of an "overlay" area code covering the same geographic area – provides a reasonable basis for a County-wide number resource management paradigm, and if not, what modifications to the impending overlay plan may be appropriate so as to assure a consistent County-wide numbering resource management policy.

6. As discussed more fully below, as a result of the analyses that I have undertaken I have reached the following conclusions:

(1) The proceedings leading up to D.05-08-040 began on April 9, 1997, when the California-Nevada Code Administrator ("CNCA") had first declared a jeopardy situation in the '310' area code and had forecasted that '310' would reach exhaust during the fourth quarter of 1999.[1] The CNCA's identification of this apparent shortage of assignable numbers in the '310' area code appears to have been based upon the quantity of *central office codes* that were, at that time, still available for assignment to carriers and upon the rate at which such codes were being requested annually by carriers, rather than upon the considerably larger quantity of numbers already in carrier inventories and available for assignment by carriers to *customers*.

(2) The potential *supply* of numbers in the '310' area code is likely to experience a significant increase in the coming months due to the effects of (a) the two recent wireless mergers (Cingular/AT&T Wireless and Sprint/Nextel) that are in the process of being implemented; (b) the recently-approved merger of SBC and AT&T and the soon-to-be-approved merger of Verizon and MCI; and (c) the expected adoption by the FCC of a new "numbers-based" federal universal service funding (USF) mechanism that will incent customers with large blocks of unused Direct Inward Dialing (DID) numbers to return them to their respective service providers.

(3) The data upon which the initial and the most recent determinations as to the need to introduce a new area code ('424') within what is now the '310' Numbering Plan Area ("NPA") dates back to the mid-1990s and through about 2000. It has become stale and needs to be refreshed and reexamined prior to proceeding with the introduction of '424' telephone numbers and the associated 11-digit dialing pattern requirement. On March 16,

1. D.98-05-021, 80 CPUC 2d 249, 252.

2000, the CPUC's Telecommunications Division issued its "Report on the '310' NPA" ("TD Report") as directed by the Commission in D. 99-09-067, and on February 16, 2001, the Telecommunications Division issued its "Audit Report on the '310' Area Code" as directed by the Commission in D.00-09-073. To the best of my knowledge, no specific data pertaining to the numbering resource utilization and availability in the '310' area code beyond that underlying these two TD documents has been incorporated into the record in this proceeding or has been considered by the Commission in formulating D.05-08-040. Indeed, there is no reference to *any* specific data in that ruling. There have been a number of more recent developments and material changes in the telecommunications industry both in California and nationally since the time that the data underlying the current '424' overlay plan was assembled, changes that significantly affect both the demand for and the supply of numbering resources.

(4) The demand for new *wireline* telephone numbers, both from incumbent local exchange carriers ("ILECs") and from competitive local exchange carriers ("CLECs"), has been declining, both due to customer migration from second residential access lines to broadband Internet access services (DSL and cable modem) that do not require telephone numbers, as well as to the increasing number of CLECs that have gone out of business, merged, or have otherwise exited the wireline services market.

(5) For all of these reasons, a simple extrapolation of past number demand and supply trends into the future – the methodology typically used by the North American Numbering Plan Administration ("NANPA") to forecast NPA "exhaust" as well as in this proceeding by parties supporting the introduction of the '424' area code – produces unreliable forecasts, overstating demand and understating supply, and creates a false impression of a number shortage that in reality does not actually exist.

(6) According to FCC Numbering Resource Utilization and Forecasting (NRUF) data, the two incumbent LECs serving the '310' NPA – SBC California and Verizon California – currently possess combined inventories of nearly two million telephone numbers available for assignment to customers in the '310' NPA; wireless carriers have inventories totalling some 341,000 numbers available for assignment to customers in the '310' NPA. Moreover, my own analysis of apparent disparities in the NRUF dataset suggest that the reported ILEC inventories of numbers available for assignment to customers may understate actual levels by as much as one million or more.

(7) The principal explanation for the underutilization of numbers currently in carrier inventories is the persistence of sixteen (16) separate "rate centers" within the '310' NPA. These rate centers basically serve only one function: to enable SBC California and Verizon California to maintain archaic local/toll distinctions and distance-based rate structures, pricing schemes that are no longer being used by most other industry participants, including the ILECs' own wireless affiliates. Moreover, my analysis of the distribution of NXX code assignments by rate center within the '310' NPA indicates that wireless as well as wireline carriers are routinely assigning their customers telephone numbers from rate centers other than those in which the service is being physically provided or where the customer may be physically located.

(8) Since SBC and Verizon each derive substantial financial benefit from the persistence of these small rate centers and are virtually the only service providers that continue to use this construct, it is not reasonable for the public at large to bear the costs, burdens and inconveniences associated with area code relief, whether in the form of a split or an overlay. As an alternative to the introduction of the '424' area code, the two ILECs should be offered the choice of either abandoning their continued use of rate centers, making millions of

additional numbers available for assignment within the '310' NPA, or alternatively should be required to make numbering resources currently in their inventories available to other service providers, including both their own wireless affiliates, non-affiliated wireless carriers, as well as other wireline and paging service providers.

(9) Many of the same conditions affecting the supply of and future demand for numbering resources within the '310' NPA are extant throughout the remaining five NPAs that currently exist within Los Angeles County. As such, it is extremely unlikely that, with proper numbering resource management and policy, there will be any need for area code relief elsewhere in Los Angeles County.

(10) If the '424' overlay is implemented as presently scheduled, customers in the '310' NPA will be required to dial 11-digits on all calls, including calls to other '310' numbers, whereas customers in the remaining portions of Los Angeles County will continue to use the existing 7-digit dialing pattern on home area code calls. This disparity in dialing pattern will create customer confusion and increase the potential for dialing errors. Moreover, since there is no immediate requirement for any overlay area codes to be put into service in the remainder of Los Angeles County, it would be unreasonable to impose mandatory 11-digit dialing throughout all of the remaining Los Angeles NPAs. Accordingly, if the '424' overlay area code is to be implemented, the Commission should seek a waiver of the 11-digit dialing requirement until such time as overlay area codes are implemented throughout all portions of Los Angeles County.

The factual basis for the decision to implement the '424' overlay consists of data and forecasts that are now more than five years old. As I shall present in detail in the discussion that follows, that historic and now-obsolete data cannot provide a reliable basis for assessing the need for the

additional numbering resources in the '310' NPA that would become available via the overlay. In fact, my analysis demonstrates that there is a strong basis for the Commission to conclude that there are today sufficient numbering resources in the '310' area code and that there is a reasonable basis for the Commission to anticipate that the available supply of assignable numbers will actually increase – perhaps significantly – in the not-too-distant future. At a minimum, the five-year-old dataset should be refreshed and reexamined in light of the current industry environment. I believe that it is essential that the Commission obtain *current* data before any '424' central office codes are introduced and before mandatory 11-digit dialing of home area code calls in the '310' NPA is implemented. To facilitate this process, I have prepared and appended as Attachment 2 to this Declaration a proposed Data Request that should be directed at all carriers with numbering resources in the '310' area code. I believe that responses to these requests could be prepared relatively quickly, perhaps in as short a time frame as 15 days, and that the Commission and parties could then reevaluate the actual need for the '424' overlay based upon accurate *current* data.

A Brief History of Los Angeles Area Codes.

7. Prior to 1984, the '213' area code covered the entirety of Los Angeles County. In January 1984, what had been '213' was split geographically into two new NPAs and assigned the 213 and 818 area codes. In 1991, '213' was split into '213' and '310'. In 1997, '310' was split, creating the present '310' and the '562' NPAs. '818' was also split in 1997, creating the present '818' and '626' NPAs. In 1998, '213' was split once again, creating the present '213' NPA and the '323' NPA. As a result of this succession of splits, there are today a total of six (6) NPAs comprising Los Angeles County (see Figure 1).

<table>
<tr><td rowspan="5">213 (1947)</td><td rowspan="4">213 (1984)</td><td rowspan="2">213 (1991)</td><td>213 (1998)</td></tr>
<tr><td>323 (1998)</td></tr>
<tr><td rowspan="2">310 (1991)</td><td>310 (1997)</td></tr>
<tr><td>562 (1997)</td></tr>
<tr><td>818 (1984)</td><td colspan="2">818 (1997)</td></tr>
<tr><td colspan="3">626 (1997)</td></tr>
</table>

Figure 1. Los Angeles Area Code Genealogy.

On April 9, 1997, the entity then responsible for administration of numbering resources in California, the California-Nevada Code Administrator ("CNCA"), advised that the '310' code was in a jeopardy condition and forecast its exhaust in the fourth quarter of 1999. Of course, that did not happen.

Recent events and forthcoming FCC actions will materially reduce the demand for, and increase the available supply of, telephone numbers in the '310' area code.

8. From my review of D.05-08-040, it appears that the evidence and analysis upon which the decision to introduce the '424' overlay area code was based had focused primarily upon the apparent lack of availability of numbers and number blocks for assignment to *carriers*, rather than upon the existing inventory of numbers already assigned to carriers but not yet assigned by those carriers to customers. Moreover, to the extent that FCC's NRUF data was considered, there is no indication that it was itself subjected to any analysis as to reasonableness (see the discussion at paragraphs 17-20 below). More importantly, even if the record leading up to D.05-08-040 had considered existing numbers already in carrier inventories rather than number blocks still in the possession of NANPA, there are several recent and forthcoming events that will materially affect both the demand for and supply of numbers going forward that do not appear to

have been addressed, or that could not have been addressed, in the evidentiary record leading the D.05-08-040 and its various predecessor rulings:

(1) The recent wireline and wireless mergers (SBC/AT&T, VZ/MCI, Sprint/Nextel, and Cingular/AT&T-Wireless) are likely to reduce number block demand as the merged and merging carriers consolidate their existing number inventories and forward-looking customer demand with that of their merger partner. For example, AT&T-Local Services and TCG-Los Angeles, which are now part of SBC (renamed as AT&T Inc.) has 21 NXX codes in the '310' area code. MCI, which is about to become part of Verizon,[2] has 31 NXX codes in '310'. AT&T Wireless, now part of Cingular, has 38 codes, and Cingular itself has 25 NXX codes, making 63 in all. Sprint PCS and Nextel, now joined, have 27 and 19 NXX codes, respectively, for a total of 46.

(2) The FCC is about to establish a new method for assessing contributions to the federal "universal service fund"[3] that can be expected to have a major impact upon one key source of end-user demand for telephone numbers – the desire of mid- and large-size organizations (businesses, institutions and government bodies) to maintain a reserve of Direct Inward Dialing ("DID") numbers adjacent to those currently being used by the organization. For example, a firm might have a PBX with 260 actual station lines, but may have "activated" a block of 500 consecutive telephone numbers so as to provide for growth and for flexibility in internal number assignments. In most cases, there is either no specific charge for these

2. The Verizon/MCI merger has been approved by the Federal Communications Commission, the California PUC, and by a number of other state utility commissions. Final approval by all state commissions is widely expected to occur within the next several weeks.

3. *Federal State Joint Board on Universal Service,* CC Docket 96-45, Report and Order and Second Further Notice of Proposed Rulemaking, FCC 02-239, (rel. Dec. 13, 2002)*("Second Further Notice")*

additional 240 numbers or, if such a charge does exist, it is typically very small, usually no more than a few cents per number.[4] However, the FCC is about to establish a new universal service fund contribution mechanism that will be based upon numbers held by individual customers rather than the existing system, which is based upon billed interstate revenue. In the FCC's ongoing evaluation of how to restructure the method used for collecting Federal Universal Service Funds, a consensus appears to be gravitating around plans that involve a "numbers-based" assessment component. Numerous interested constituencies have made *ex parte* filings with the FCC during the past six months commenting almost exclusively on the FCC's proposal to collect universal service funds from all "working" telephone numbers.[5] The charge is expected to be in the range of $1 per month per number, perhaps a bit higher. The imposition of a "per-number" charge will have the effect of incenting customers with large quantities of unused DID numbers to return most of them to the ILEC or CLEC rather than pay these number-based USF charges. In fact, it may be these large inventories of DID numbers being held by or for individual business/institutional/government customers that account for much of the disparity as between NRUF "assigned numbers" data and numbers actually being used by residents and businesses in 310 (see paragraph 18).

9. Other recent industry trends and experience also point to a major slowdown in the demand for numbers going forward, trends that do not appear to have been reflected in the area

4. While the *customer* may view the 240 unused numbers as being held in reserve, from the perspective of the service provider the entire block of 500 numbers is "active" and "working" because a call to any of them will be terminated to the PBX, where it will either ring directly to a station line if assigned, or to a customer operator or customer-provided intercept message.

5. See, for example, *ex parte* notices filed by BellSouth (July 6, 2005 and October 21, 2005), Verizon (July 18, 2005, August 16, 2005, August 23, 2005 and September 27. 2005), the Intercarrier Compensation Forum (July 29, 2005), and the Ad Hoc Telecommunications Users Committee (August 15, 2005, October 25, 2005 and November 23, 2005.

code exhaust forecasts developed by NANPA. For example, several years ago wireless carriers began promoting so-called "family share" pricing plans through such marketing techniques as offering “free” or heavily subsidized additional handsets and the ability for the entire family to share the same block of minutes and to call each other without incurring any airtime use. The result was a major spike in the demand for wireless numbers that has caused NANPA’s number demand extrapolations to be overstated. Going forward, that growth is likely to ebb as the market becomes saturated.

10. Recent trends also confirm that the growth in demand for telephone number resources that arose in the mid- to late-1990s has clearly subsided. Between 1995 and 2001 inclusive, 162 new area codes were put into service in the United States. But since the beginning of 2002 and through the end of this year, only 16 additional area codes have been introduced (see Table 1).

Table 1
Number of New US Area Codes Introduced Annually
1995-2005

1995	1996	1997	1998	1999	2000	2001	2002	2003	2004	2005
14	21	43	21	23	14	26	9	3	2	2

Source: NANPA NPA Reports, “Area Codes Introduced Since 1995.” Available at http://www.nanpa.com/reports/reports_npa.html (accessed December 14, 2005).

There are several explanations for this result:

(1) The number of CLECs that had mushroomed during the late 1990s and into 2000 has been transformed into a rush for the exits. The two largest CLECs – AT&T and MCI – have merged or will soon merge with ILECs. ILECs have begun to recapture customers previously “lost” to rivals – particularly in mass market services.

(2) Number pooling and number portability have reduced carrier demand for number resources to accommodate new customers migrating from other service providers. Number pooling has enabled carrier assignments to be made in blocks of 1,000 rather than 10,000, and number portability has made it possible for CLECs to serve in-bound customers without having to assign new telephone numbers to them.

(3) Customers have been replacing services that had required the assignment of a telephone number with services that do not. Most prominent among this trend is the replacement of second residential access lines that had been used for dial-up Internet access with broadband DSL and cable modem services that do not use telephone numbers.

11. These trends had begun to manifest themselves as early as 2001, and actual experience with overlay area codes established since that time demonstrates and confirms that the putative number exhaust concerns that had led to the establishment of those overlays was unfounded. For example, in May 2001, four new overlay area codes were introduced in eastern Massachusetts, and mandatory 10-digit dialing went into effect for all customers in the four eastern Massachusetts NPAs. Yet, as shown in Table 2 below, in the four-and-a-half years since these new codes were introduced, virtually no wireline numbers have been assigned in any of them, and only two have any significant, albeit still small, wireless presence. The '351' overlay of the '978' NPA in northeastern Massachusetts is particularly noteworthy. Four-and-a-half years after its introduction, which imposed mandatory 10-/11-digit dialing in the underlying '978' NPA, only two new NXX codes were introduced (one wireless and one "other"). Although the number utilization data has been withheld by the FCC to protect carrier confidentiality, there are likely no more than a few thousand assigned numbers in the '351' area code, if in fact there are any at all. The '234' area code was introduced as an overlay of the '330' area code in the Akron, Ohio area in October of 2000. According to the FCC's most recent *Numbering Resource Utilization* report,

Table 2

Code and Assigned Number Utilization in Recently-Established Area Codes

Area Code	State	Over-laying	Date in Service	Assigned Central Office Codes					Assigned Numbers	
				ILEC	CLEC	Wireless	Other	TOTAL	Wireline	Wireless
234	OH	330	Oct 2000	0	5	8	0	13	2000	*
339	MA	781	May 2001	1	20	23	0	44	16000	*
351	MA	978	May 2001	0	0	1	1	2	0	*
551	NJ	201	Dec 2001	0	0	19	1	20	0	82000
567	OH	419	Jan 2002	1	102	10	5	118	29000	18000
754	FL	954	Aug 2001	3	0	16	0	19	*	*
774	MA	508	May 2001	6	94	93	0	193	66000	251000
848	NJ	732	Dec 2001	2	2	21	1	26	*	95000
857	MA	617	May 2001	2	34	34	1	71	8000	90000
862	NJ	973	Dec 2001	1	2	47	1	51	11000	140000
980	NC	704	Apr 2001	6	4	16	0	26	42000	50000

* Data withheld by FCC "to protect carrier confidentiality."

Sources: FCC *Numbering Resource Utilization Report*, data as of December 31, 2004; NANPA Central Office Code Utilized Report, as of December 14, 2005.

as of December 2004, the '234' area code had number blocks assigned to four wireline and three wireless carriers, but had only 2,000 wireline numbers assigned to customers.[6] The *NRU Report* does not show the wireless numbers assigned to customers because the number of carriers is so small that disclosure would violate carrier confidentiality. It is now *more than five years* since the '234' overlay of the '330' code was introduced, yet according to current NANPA data for '234', there are today only thirteen (13) central office codes assigned to carriers. Seven (7) of

6. Federal Communications Commission, Wireline Competition Bureau, Industry Analysis and Technology Division, *Numbering Resource Utilization in the United States as of December 31, 2004*, released August 2005 ("NRU Report"), at Table 7.

these are assigned to T-Mobile, one to another wireless carrier (Dobson Cellular Systems, Inc.), four to AT&T-Local (now merged with SBC, the ILEC serving the '234' area), and one to Level 3. Significantly, no '234' NXX codes were assigned to either of the two dominant wireless carriers, Cingular or Verizon Wireless.

12. Given all of these recent developments, the mere extrapolation of demand growth from historical trends – the specific methodology employed by NANPA – will almost certainly produce an exaggerated forecast of actual demand growth. Significantly, the combined effects of the large wireline number inventories coupled with the downward trend in wireline number demand suggests that the incumbent wireline carriers – SBC and Verizon – will not need any numbers at all from the overlay '424' code. Thus, while putatively being "competitively neutral" with respect both to carriers and to technologies, the effect of the overlay will be to preserve '310' for the incumbent LECs and wireline carriers, while forcing newer wireless carriers and other new entrants into the less-desirable '424' overlay (assuming, of course, that demand cannot be satisfied by '310' numbers). As was the case with so many of the recently-introduced overlay codes nationally, virtually all of the numbers in the '424' code will likely end up being assigned to wireless carriers. So while '424' is to purportedly be an "all-services overlay," the practical effect will be to create a wireless overlay.

Numbering resource utilization in the '310' area code.

13. An area code can theoretically contain a maximum of 800 three-digit central office codes ('200' through '999'), usually referred to as "NXX" codes, each one of which can theoretically contain a maximum of 10,000 individual telephone numbers. The result is a theoretical limit of 8-million 7-digit telephone numbers in each area code. The six area codes

that presently cover Los Angeles County thus have a combined theoretical capacity of 48-million individual telephone numbers.

14. These theoretical capacities are never reached in actual practice, but the extent to which an area code is not fully utilized can be influenced by the manner in which the code is managed. Certain NXX codes may be reserved for special purposes (e.g., 411, 911, 555, 976) or as test codes. Other NXX combinations may be considered unassignable for other reasons, such as their use as nearby area codes. Numbers are assigned to individual telecommunications carriers in blocks. Historically, an assignable "block" consisted of an entire NXX code, containing 10,000 numbers. In 2002, a technique known as "number pooling" was implemented in most urban areas, permitting *new* number assignments to be made in blocks of 1,000.[7] Individual NXX codes are typically associated with relatively small geographic areas known as "rate centers." Certain (although less than all) carriers have up to now required NXX code assignments in each rate center within which they offer service. There are sixteen (16) rate centers in the '310' NPA, SBC-California provides service as an ILEC in eleven (11) of these; Verizon-California provides service as an ILEC in the other five (5). Other carriers – CLECs, CMRS (cellular/PCS) carriers, paging carriers, and others have codes or blocks assigned in varying numbers of rate centers within the '310' NPA (see Table 3). As their name implies, "rate centers" are used as the basis for rating individual calls, for determining whether the call is "local" or "toll" and, where applicable, for determining the *distance* between the caller's and the recipient's rate center so as to apply the correct distance-based rate treatment. Because of this linkage between an NXX code

7. *Numbering Resource Optimization*, CC Docket No. 99-200, *Report and Order and Further Notice of Proposed Rulemaking*, FCC 00-104, 15 FCC Rcd 7574 (2000) 7644; FCC News Release: *The Common Carrier Bureau Announces the First Quarter Schedule for National Thousands-block Number Pooling*, CC Docket No. 99-200, DA-01-3019, rel. December 21, 2001.

and a specific rate center for call rating purposes, a surplus of numbers in one rate center presumably cannot be shifted to satisfy a shortage that may exist in other rate centers. The assignment of number blocks to multiple carriers in multiple rate centers thus has a profound effect upon the *supply* of numbers within an area code. As a general principle, the more rate centers in an area code and/or the more carriers requiring number blocks within an area code, the smaller the *practical capacity* of the area code will be.

15. This use of rate centers to establish the *distance* associated with individual calls has become significantly less important in recent years than it had been in the past. Toll rates used to be based upon distance, but no longer are. In California, local wireline carriers still maintain a distance-based element in *local* call pricing, as well as in distinguishing between "local" and "toll" calls. On the other hand, *wireless* carriers (including the ILECs' own wireless affiliates) do not maintain such "local" vs. "toll" pricing distinctions, nor are wireless call prices distance-based. In fact, most wireless carriers and pricing plans make no distinction between calls between points within the same community and calls across the country. Wireless carriers thus have no specific need for code assignments within each of the rate centers in which they provide service and frequently assign numbers to customers in a rate center other than the customer's "place of primary use."[8] In fact, wireless carriers typically *do not ask for NXX code assignments in every rate center in an NPA.* Table 3 below identifies the number of rate centers within the '310' NPA in which each of the major wireless carriers have NXX codes. Attachment 3 to this declaration provides tabulations of NXX code assignments by rate center.

8. "Place of primary use" for wireless services is defined at 4 U.S.C. § 124 (8) (2005).

Table 3 Wireless Carrier Rate Center Presence in the '310' NPA	
Total number of '310' rate centers	16
Cingular (including AT&T Wireless)	9
Verizon Wireless	6
Sprint/Nextel	13
T-Mobile	4
Source: NANPA Central Office Codes Utilized Report, (accessed December 14, 2005)	

Wireless *customers* are affected by the rating point associated with their wireless phone only insofar as it affects the charge for calls placed to their wireless phone from *wireline* phones. As such, wireless customers would tend to prefer that their wireless phone be rated at a location that is a local call from their home or workplace, but that does not require that the number assigned to the wireless phone be associated with the specific rate center of the customer's home or work location.[9] In fact, the Commission has specifically recognized that "[i]n the case of wireless

9. In that regard, there is no compelling reason why a customer residing or working in the '310' NPA need be provided a wireless phone with a '310' number, so long as the rate center to which the wireless phone is assigned can be dialed as a local call from the location preferred by the wireless customer. For example, a customer residing in Inglewood or Santa Monica could be offered a wireless phone rated in '323', so long as the Los Angeles rate center where the wireless phone is rated is a local call from the customer's home. I understand that customers have expressed a particular preference for wireless numbers rated in the Beverly Hills rate center, even if they have no other community of interest connection with Beverly Hills. If one of the sources of demand for '310' numbers is, in fact, driven by customer demand for what amount to "vanity" numbers of this type, that is hardly a reason to impose the costs, burdens, and inconveniences of an area code overlay upon the entire 1.9-million residents of the '310' area.

carriers, ... it may sometimes be possible to use numbers from an adjacent rate center to provide customers with numbers even if there is a shortage of NXX prefixes in the desired rate center."[10]

16. This abandonment of distance-based pricing is a growing trend throughout the telecom industry, and is certainly not limited solely to wireless carriers. VoIP providers such as Vonage, Skype, Packet8, and even AT&T's *CallVantage* service offer unlimited calling plans or per-minute calling plans that make no distinction between "local" and "toll" and have no distance component. In fact, even incumbent LECs such as SBC California and Verizon California are moving away from distance-based pricing with their optional unlimited nationwide calling plans. CLECs, including telephone services provided by cable TV companies, are similarly departing from distance-based pricing in favor of flat-rated calling plans. In fact, where CLECs maintain distance-based pricing or local/toll distinctions, it is only to mirror current legacy ILEC pricing, since ILECs remain the "price-setters" in the local service market.

17. The FCC routinely collects data on numbering resource utilization and forecasts ("NRUF data") from all carriers eligible to request numbers from the North American Numbering Plan Administration ("NANPA"), and publishes this semiannually in its report on *Numbering Resource Utilization in the United States*.[11] The most recent report, issued in August 2005, covers the period ending December 31, 2004. According to the NRUF data, as of December 31, 2004 there were approximately 2.3-million telephone numbers in the '310' NPA in carrier inventories, i.e., assigned by NANPA to carriers but not assigned by carriers to end-

10. D.00-09-073, at footnote 2.

11. NRU Report, *supra*, footnote 6.

user customers.[12] When combined with numbers in so-called "intermediate" status (i.e., assigned by a carrier to other carriers or service providers but not yet assigned to customers) and with the as-yet unassigned number blocks that are all potentially available for assignment to customers in the '310' area code, the FCC data suggest the existence of approximately *three million unassigned numbers in the '310' area code* (see Table 4):

Table 4
Telephone Numbers Available for Assignment to Customers
in the '310' Area Code

Category	**Wireline**	**Wireless**
Assigned to customers	2898000	1569000
Aging	136000	75000
Available for assignment to customers from existing carrier number inventories	1994000	341000
"Intermediate" numbers assigned by carriers to other providers but not yet assigned to customers (estimate, not broken down between wireline and wireless)	376000	
Numbers in unassigned 1,000-number blocks per D.05-08-040, Appendix B	267000	
Numbers potentially available for assignment to customers	2978000	

Source: FCC *Annual Number Utilization Report* for the year ended December 2004.

12. *Id.*, Table 7.

18. In fact, the NRUF data appears to materially *overstate* the quantity of "assigned" wireline telephone numbers and, correspondingly, *understate* the quantity of wireline numbers currently in wireline carrier inventories and already available for assignment to customers. I make this observation that the quantity of numbers attributed by the FCC as "assigned to customers" – 2.9-million – appears high because it is inconsistent with other data for the communities that comprise the '310' NPA.

19. The total population of that portion of Los Angeles County that is included within the '310' NPA, based upon an analysis of US census data, appears to be slightly under 1.9-million residents.[13] For the NRUF figure for wireline telephone numbers "assigned to customers" – 2.9-million – to be accurate, this would require that approximately 1.5 wireline telephone numbers exist for every person (adult, child, infant) in the '310' area. That seems highly unlikely and is not borne out by other data sources. The statewide average household size for California is 2.94 persons, and for Los Angeles County it is 3.04. Extrapolating this for the 1.9-million residents of the '310' NPA suggests that there are about 650,000 households. FCC data indicates that for SBC-California the ratio of secondary-to-primary residential wireline access lines is approximately 0.25, suggesting an average of 1.25 wireline telephone numbers per household.[14] In fact, this figure may be high, due to the recent downward trend in the demand for additional residential wireline phones. On that basis, however, the 1.9-million population would account for roughly 810,000 residential wireline numbers in the '310' NPA.

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13. US Census Bureau, FactFinder, 2004 American Community Survey. Population was tabulated for each zip code associated with the 310 area code. Where 2004 data was not available (in some smaller, ancillary zip codes) 2000 Census data was used to estimate a current population.

14. Pacific Bell Telephone Company, 2005 Annual Access Tariff Filing, Transmittal No. 236, "Rate Detail," filed June 16, 2005.

20. I do not have data permitting me to estimate the precise quantity of *business* wireline telephone numbers in the '310' NPA. However, from the same FCC data source, it appears that for SBC-California, the ratio of business-to-residential lines is approximately 0.59, which would suggest a total of about 480,000 business numbers.[15] However, this figure does not include Direct Inward Dialing (DID) numbers. An analysis of US census data indicate that total employment within the communities comprising the '310' NPA is between 1.07-million and 1.2-million.[16] Obviously not every employee has a telephone at work or a unique telephone number. However, assuming as a "worst case" that employment in '310' is 1.2-million and that each employee has his or her own work telephone number, that would still put the total number of *assigned* residential and business telephone numbers in the '310' NPA at no more than about 2.0-million, i.e., nearly one million less than the 2.9-million figure being reported in the FCC NRUF data. Importantly, this apparent overstatement of assigned numbers in the NRUF dataset does not appear to be limited to the '310' NPA. As shown in Table 5, the same degree of overstatement can be seen for all of Los Angeles County and for the entire state of California:

15. *Id*.

16. US Census Bureau, FactFinder, Fact Sheets, Economic Characteristics. Employment was tabulated for each zip code associated with the 310 area code. In some zip codes, a range of employment is given in lieu of an actual estimate, which accounts for the range of my estimate.

Table 5

Estimates of the Degree of Overstatement of Wireline Assigned Numbers in the FCC NRUF dataset

Area	Total population	Total households	Total residential wireline numbers	Total employment	Maximum quantity of assigned numbers	Assigned numbers per NRUF dataset
	a	b	c	d	e	f
	Census	a/3	b*1.25	Census	c+d	
310	1.9-million	650000	810000	1.2-million	2.0-million	2.9-million
L. A. County	9.9-million	3.3-million	4.1-million	4.3-million	8.4-million	10.5-million
California	35.9-million	12.0-million	15.0-million	15.9-million	30.9-million	41.5-million

Sources: FCC *Annual Number Utilization Report* for the year ended December 2004; US Census Bureau, 2004 "Fact Sheets."

21. The NRUF data for wireless numbers raises a particular concern with respect to the *source* of the demand for numbers in the '310' area code. Statewide, the NRUF database identifies 23.668-million wireless numbers for California. This figure is consistent with the number of California wireless phones shown in the FCC's annual *Wireless Competition Report* for the year ended December 2004, which puts the figure for California at 23.457-million.[17] The NRUF data also identifies 6.272-million wireless phones in the six Los Angeles County area codes, representing a County-wide wireless penetration rate (based upon County population of 9.94-million), of about 63%. The situation in '310', however, is dramatically different. NRUF data put the number of wireless phones in '310' at 1.569-million, which indicates a penetration rate in the '310' area code (whose population is approximately 1.9-million), at about 82.6%.

17. FCC, WT Docket No. 05-71, *Implementation of Section 6002(b) of the Omnibus Budget Reconciliation Act of 1993, Tenth Annual Report and Analysis of Competitive Market Conditions With Respect to Commercial Mobile Services*, released September 30, 2005, App. A, Table 2.

22. One possible explanation for this differential between '310' and County-wide wireless penetration may be the demand for prestige or vanity numbers rated to the Beverly Hills rate center. In fact, upon closer examination, it appears that this same phenomenon may also apply to wireline numbers as well (see Table 6):

Table 6
Central Office Codes Assigned in the Beverly Hills Rate Center

ILEC	CLEC	Wireless	Other	TOTAL
56	25	27	0	108

Source: NANPA Central Office Codes Utilized Report, (accessed December 14, 2005).

The Beverly Hills rate center has a total population of approximately 41,056,[18] representing approximately 2.16% of the 1.9-million total population of the '310' NPA. However, there are a total of 108 central office codes assigned to the Beverly Hills rate center, representing 13.83% of the 781 assignable central office codes in the '310' area code. The FCC NRUF data puts the overall assigned number percentage in the '310' area code at 54%. If we apply this factor to the 108 Beverly Hills central office codes, that would suggest that there are approximately 583,000 assigned (and presumably working) telephone numbers in the Beverly Hills rate center, i.e., approximately *14.2 times the population of the rate center*. There are 27 wireless NXX codes in the Beverly Hills rate center, representing a theoretical capacity of 270,000 wireless numbers. It is apparent that the demand for Beverly Hills telephone numbers is coming primarily from wireline and wireless customers *with no physical presence in this community*.

18. Population is estimated from US Census data using the zip codes corresponding to the area covered within the Beverly Hills rate center (i.e., 90209, 90210, 90211, 90212, 90213).

23. In the case of wireless telephones, Federal law defines "place of primary use" as "the street address representative of where the customer's use of the mobile telecommunications service primarily occurs, which must be (A) the residential street address or the primary business street address of the customer; and (B) within the licensed service area of the home service provider."[19] The "place of primary use" was defined for the purpose of establishing a geographic nexus for the purpose of applying state and municipal taxes, where applicable, to mobile telephones. This information is maintained by carriers and is used by them to apply and collect the appropriate tax from each customer based upon billing address *and not upon the rate center in which the wireless phone is rated.* To the extent that customer demand for vanity numbers is one of the factors contributing to the apparent "exhaust" of the '310' area code, that is hardly a valid justification for imposing mandatory 11-digit dialing upon the entire residential and business population of the '310' NPA, or to create the disparate dialing patterns within Los Angeles County that the '424' overlay would engender.

There is no shortage of numbers available for assignment to customers in the '310' area code.

24. As noted and summarized in Table 4 above, the FCC's NRUF data puts the quantity of numbers in wireline carrier inventories but not assigned to customers in the '310' NPA as of December 2004 at 1.994-million. Table 4 also indicates that the total quantity of telephone numbers potentially available for assignment to customers in the '310' area code is 2.978-million. In D.00-09-073, the Commission observed that

19. 4 U.S.C. § 124 (8) (2005).

> On March 16, 2000, TD issued its "Report on the 310 NPA" (Report) in compliance with the directive of D. 99-09-067. ... *As reported by TD, there were approximately three million unused numbers as of November 1999.*[20]

In other words, *there was virtually the same quantity of unused numbers in the '310' NPA as of November 1999 as there is today*! The Commission continued:

> We believe that the TD Report provided corroboration of our earlier caution in questioning whether prior carrier claims of number exhaustion were supportable. The number conservation measures that we have recently adopted, including requirements in D.99-11-027 for carriers to return unused codes, fill rate and sequential numbering rules in D.00-03-054, and thousand block number pooling for LNP-capable carriers, help insure that the unused numbers in the '310' NPA identified in the TD Report are allocated as efficiently as possible.[21]

In fact, there are actually more, and far more effective, number conservation measures available today than there were in 2000 when D.00-09-073 was issued. All wireline and CMRS carriers in the '310' area code are LNP-capable and number pooling-capable – the only exceptions are paging carriers, which represent only 62 NXX codes.

25. In D.00-09-073, the Commission expressed some skepticism as to the validity of carrier claims of number exhaust in '310', and my analysis confirms that the Commission's concerns were well-founded. If, as would seem to be the case, the NRUF data does *understate* the actual quantity of unassigned wireline numbers in carrier inventories, the correct figure for unused numbers in the '310' area code may be closer to or even above four million. So why does there appear to be a shortage of assignable numbers in the '310' area code? Reduced to its simplest terms, the carriers with the largest *supply* of available numbers – the ILECs (SBC California and

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20. D.00-09-073, 2000 Cal. PUC LEXIS 734, at [*17], emphasis supplied.

21. *Id.*, at [*17-18].

Verizon California) – face little or no demand for additional numbers going forward, while the carriers with the greatest demand – wireless carriers – have the smallest available supply. *There would be no "number exhaust" problem in the '310' area code, and no need for the '424' overlay, if the vast supply of unused numbers in ILEC inventories could be made available to those other carriers – including the wireless affiliates of the ILECs themselves – where demand for new numbers continues to grow.*

26. In fact, not only are ILECs experiencing no growth in demand for new telephone numbers, the quantity of wireline numbers being served by ILECs have actually been shrinking, and there are several reasons why, going forward, the rate of decline is likely to accelerate. According to the FCC's August 2005 *NRU Report*, nationally "the overall [number] utilization rate for Incumbent Local Exchange Carriers (ILECs) was 53.5%, down from 60.3% six months before."[22] In the recent merger proceedings as well as in the Commission's *URF* rulemaking, both SBC and Verizon claimed that they were experiencing a net loss of wireline customers. Second lines are being discontinued in favor of DSL or cable modem high-speed Internet access, and these services do not use telephone numbers at all. Verizon has announced in investor briefings that "consumers are moving from traditional lines to broadband," and refers to DSL as an "offset" to consumer wireline segment losses.[23] According to NANPA, since January 2003 (when NANPA began recording the NXX code activation date in its database), only *one* ILEC NXX code (the 653 NXX in El Segundo) has been cut into service in the '310' NPA. Given the

22. *NRU Report*, August 2005, at 2.

23. Verizon Analyst Meeting, Wireline Segment Slide Presentation: Larry Babbio, October 28, 2004, at 4; Verizon Second Quarter 2004 Earnings Conference Call Slide Show, July 27, 2004, at 18.

huge quantity of numbers in SBC and Verizon inventories, it is extremely unlikely that either ILEC will require additional numbering resources in the '310' area code anytime soon.

Sources of the apparent '310' number exhaust.

27. A key anomaly of telephone number resource management is the large gap between the theoretical quantity of numbers in an area code – about 8-million – and the practical limit of "assigned" numbers that can typically exist before a new area code is ostensibly needed – in this case, about 3-million (according to NRUF data) and more likely closer to 2-million in actuality. Factors affecting the size of this "gap" are the number of individual carriers requiring blocks of numbers, the number of "rate centers" in the area code, and other conditions that operate to limit the ability of numbers to be shifted around from portions of the area code having a surplus to those where inventories have been exhausted. The '310' area code is subdivided into sixteen "rate centers" that are used by *wireline* carriers – SBC and Verizon in this case – to distinguish between "local" and "toll" calls and to apply what amounts to distance-based pricing for local, Zone Usage Measurement ("ZUM"), and intraLATA toll calls. In California metropolitan areas, calls of up to 12 miles (measured between rate center basing points) are classified as "local"; calls of 13-16 miles are classified as "Zone 3" ZUM calls, and calls to points beyond 16 miles are considered "toll" calls. Wireless carriers offer their customers "regional" or "national" calling plans that generally do not require the granularity of these small rate center designations; in fact, Cingular and Verizon Wireless appear to have discontinued those regional calling plans, and thus treat the entire US as their "local" calling areas. Rate centers provide no benefit to wireless carriers and, in fact, actually complicate their ability to efficiently manage their own number resource inventories.

28. The persistence of rate centers thus "benefits" only SBC California and Verizon California, the incumbent wireline carriers, making it possible for them to maintain distance-based pricing. However, because SBC and Verizon persist in retaining these small local calling area definitions, wireless carriers are forced to offer their customers wireless numbers associated with rate centers close to the customer's primary geographic focus, such as home or business, since to do otherwise could subject the customer to toll charges when calling his wireless phone from his home phone. If rate centers were eliminated altogether or even consolidated into a smaller number of larger areas, the availability of assignable numbers in the '310' code would grow considerably.

29. A longstanding principle of public utility regulation and ratesetting is for the *cost causer* to bear the burden of those costs. In the case of the '310' number exhaust problem, the *cost causers* are the wireline ILECs, yet it is the residents and businesses in Los Angeles County, *and not SBC or Verizon*, that are being forced to bear the costs, burdens and inconveniences associated with the '424' overlay and the required change in dialing pattern. Since it is specifically the wireline incumbent LECs that benefit from maintaining multiple small rate centers, and not the residents and businesses in the '310' NPA, the ILECs should be the ones that bear the costs engendered by their desire to retain those benefits.

30. The Commission should compile *current* data on number demand and supply within the '310' area code and develop a current forecast of potential '310' exhaust in recognition of the significant changes that have taken place in the California telecommunications industry since the data underlying the current overlay plan was collected in the late 1990s. Based thereon, the Commission should pursue remedial measures to address any immediate number shortage, while it considers and develops a comprehensive numbering policy for the entire Los Angeles area.

Rather than proceeding to implement the '424' overlay and 11-digit dialing, the Commission should offer SBC California and Verizon California the following choice. Either:

(1) Immediately consolidate a sufficient number of the '310' rate centers – or all of them – so as to permit the shifting of numbering resources from locations with a surplus to locations with a deficit; *or*

(2) Make a sufficient number of the two million unassigned numbers in the ILECs' inventories available to other carriers so as to satisfy those carriers' requirements, even if this would entail the transfer of "contaminated" 1,000-blocks.

Any number resource management and dialing pattern policy adopted with respect to the '310' NPA must be coordinated with that for the balance of Los Angeles County.

31. If the '424' overlay area code is introduced with mandatory 11-digit dialing on all '310' home area code calls as currently scheduled for August 2006, the result will be to impose a dialing pattern within the '310' NPA that differs from the remainder of Los Angeles County – and, indeed, from the rest of California. Moreover, since NANPA itself does not currently expect any of the other Los Angeles area codes to reach exhaust prior to 2009 and, in the case of '213', does not expect exhaust to occur until 2025 (see Table 7), the dialing disparity will persist for some time, perhaps indefinitely.

Table 7 Current NANPA Projections of Exhaust Dates for Los Angeles Area Codes	
213	1Q 2025
323	3Q 2012
562	3Q 2016
626	4Q 2016
818	4Q 2009
Source: NANPA October 2005 NPA Exhaust Analysis	

Significantly, each of these forecasts is based upon *historic* trends that do not consider or reflect the same factors, discussed above, that operate both to reduce demand and increase supply going forward. As such, it is extremely likely that the actual dates at which these area codes will reach exhaust, if that happens at all, will be considerably further out in the future than NANPA has projected.

32. Balkanization of Los Angeles County into areas with disparate dialing patterns is a serious step that should not be made solely on the basis of conditions purportedly extant in the '310' NPA. Moreover, in view of the large inventories of unassigned numbers already in the possession of wireline and wireless carriers, the expected introduction of a numbers-based USF charge, the downward trend in the demand for wireline services, the Bell and wireless mergers, and the fact that the wireless carriers – who are the only ones that may legitimately need additional numbers – do not themselves have a presence in all of the sixteen rate centers in the '310' NPA, the urgency that has been portrayed with respect to number relief in the '310' NPA seems to be highly exaggerated. At a minimum, the Commission should evaluate the effects of the various conditions that I have identified here, obtain additional data from the carriers to either confirm or refute my opinion as to the potential effects of these conditions, and defer the

assignment of any numbers within the '424' overlay – as well as the commencement of mandatory 11-digit dialing – until this additional information has been collected and evaluated. To facilitate this further examination, I have prepared a prototype data request that I recommend be served on all codeholder carriers in the '310' NPA with instructions to promptly respond thereto, and establish an accelerated schedule for additional evidentiary examination to determine whether, in view of recent and anticipated developments that had not been considered in the proceeding leading to D.05-08-040, at a minimum a deferral of the implementation of the overlay – and perhaps even a determination that the overall itself may not be necessary.

33. If, in fact, certain wireless carriers are in urgent need of additional numbering resources, there may be interim measures that can be implemented to address these needs short of the more draconian solution of implementing the '424' overlay and imposing disparate dialing patterns within Los Angeles County. For example:

(1) As noted above, the Commission has previously determined that "[i]n the case of wireless carriers, ... it may sometimes be possible to use numbers from an adjacent rate center to provide customers with numbers even if there is a shortage of NXX prefixes in the desired rate center."[24] In fact, none of the wireless carriers currently has a presence in *every* rate center in the '310' NPA, demonstrating that at least some of their customers have been assigned numbers rated at locations other than the customer's principal residential or business geographic focus (perhaps even at the customer's request). If numbers are temporarily unavailable in '310' for assignment to new wireless customers, additional number blocks could certainly be made available in adjacent or nearby rate centers in the *established* '323' and '213' area codes. I believe that customers might be perfectly content

24. D.00-09-073, at footnote 2.

with such numbers, but that in any event they would find such numbers to be far less objectionable than numbers in the '424' overlay.

(2) Verizon California and SBC California both have huge inventories of unassigned numbers in the '310' area code, and could certainly make some of these available to other carriers using number pooling, even if that involves blocks with "contamination" levels above the normal NANPA 10% threshold[25] or even the 25% threshold authorized by the FCC for the '310' NPA.[26] Certainly it is reasonable for the Commission to expect and to *require* that these ILECs make unassigned numbers available *to their own wireless affiliates* prior to introducing an overlay and disparate dialing patterns applicable to all carriers and customers.

34. The most recent Telecommunications Division audit of the '310' area code was completed in February 2001, i.e., nearly five years ago. There have been dramatic changes in the telecommunications landscape since that time, and it is essential that the Commission refresh the record with current data and current industry conditions prior to proceeding with a process that may well be unnecessary and that will surely create costs, burdens, confusion and inconvenience for a broad spectrum of telecommunications users throughout the greater Los Angeles area. I have prepared a proposed set of data requests, annexed hereto as Attachment 2, that is intended to produce the current and accurate data that would be required for a valid assessment as to the real need for area code relief in the '310' NPA. I have also suggested several interim measures that can be easily and rapidly implemented so as to maintain the availability of numbers to

25. *Numbering Resource Optimization*, CC Docket No. 99-200, *Report and Order and Further Notice of Proposed Rulemaking*, FCC 00-104, 15 FCC Rcd 7574 (2000) 7644, at para. 156.

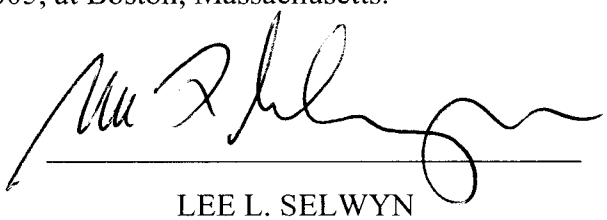
26. *Numbering Resource Optimization*, CC Docket No. 99-200, *Order*, FCC 03-196, 18 FCC Rcd 16860 (2003).

satisfy legitimate and actual demand, while at the same time affording the Commission the opportunity to determine whether current conditions still support the introduction of the '424' overlay. While I believe that they do not, I would urge the Commission to obtain the data necessary for it to make an independent determination, and proceed accordingly.

Declaration

I declare under the penalty of perjury under the laws of the State of California that the foregoing statements are true and correct to the best of my knowledge, information and belief, and that if called to testify thereon I am prepared to do so.

Executed this 21 day of December, 2005, at Boston, Massachusetts.



LEE L. SELWYN

Attachment 1

Statement of Qualifications

LEE L. SELWYN

ECONOMICS AND
TECHNOLOGY, INC.

Statement of Qualifications

LEE L. SELWYN

Dr. Lee L. Selwyn has been actively involved in the telecommunications field for more than thirty-five years, and is an internationally recognized authority on telecommunications regulation, economics and public policy. Dr. Selwyn founded the firm of Economics and Technology, Inc. in 1972, and has served as its President since that date. He received his Ph.D. degree from the Alfred P. Sloan School of Management at the Massachusetts Institute of Technology. He also holds a Master of Science degree in Industrial Management from MIT and a Bachelor of Arts degree with honors in Economics from Queens College of the City University of New York.

Dr. Selwyn has testified as an expert on rate design, service cost analysis, form of regulation, and other telecommunications policy issues in telecommunications regulatory proceedings before some forty state commissions, the Federal Communications Commission and the Canadian Radio-television and Telecommunications Commission, among others. He has appeared as a witness on behalf of commercial organizations, non-profit institutions, as well as local, state and federal government authorities responsible for telecommunications regulation and consumer advocacy.

He has served or is now serving as a consultant to numerous state utilities commissions including those in Arizona, Minnesota, Kansas, Kentucky, the District of Columbia, Connecticut, California, Delaware, Maine, Massachusetts, New Hampshire, Vermont, New Mexico, Wisconsin and Washington State, the Office of Telecommunications Policy (Executive Office of the President), the National Telecommunications and Information Administration, the Federal Communications Commission, the Canadian Radio-television and Telecommunications Commission, the United Kingdom Office of Telecommunications, and the Secretaria de Comunicaciones y Transportes of the Republic of Mexico. He has also served as an advisor on telecommunications regulatory matters to the International Communications Association and the Ad Hoc Telecommunications Users Committee, as well as to a number of major corporate telecommunications users, information services providers, paging and cellular carriers, and specialized access services carriers.

Dr. Selwyn has presented testimony as an invited witness before the U.S. House of Representatives Subcommittee on Telecommunications, Consumer Protection and Finance and before the U.S. Senate Judiciary Committee, on subjects dealing with restructuring and deregulation of portions of the telecommunications industry.

In 1970, he was awarded a Post-Doctoral Research Grant in Public Utility Economics under a program sponsored by the American Telephone and Telegraph Company, to conduct research on the economic effects of telephone rate structures upon the computer time sharing industry. This work was conducted at Harvard University's Program on Technology and Society, where he was appointed as a Research Associate. Dr. Selwyn was also a member of the faculty at the College of Business Administration at Boston University from 1968 until 1973, where he taught courses in economics, finance and management information systems.

Dr. Selwyn has been an invited speaker at numerous seminars and conferences on telecommunications regulation and policy, including meetings and workshops sponsored by the National Telecommunications and Information Administration, the National Association of Regulatory Utility Commissioners, the U.S. General Services Administration, the Institute of Public Utilities at Michigan State University, the National Regulatory Research Institute at Ohio State University, the Harvard University Program on Information Resources Policy, the Columbia University Institute for Tele-Information, the International Communications Association, the Tele-Communications Association, the Western Conference of Public Service Commissioners, at the New England, Mid-America, Southern and Western regional PUC/PSC conferences, as well as at numerous conferences and workshops sponsored by individual regulatory agencies.

Papers and Publications

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Planning Community Information Utilities, H. Sackman and B. W. Boehm, Eds., Chapter 6, "Industrial and Vocational Services," Montvale, NJ, AFIPS Press, 1972, at 137-172.

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"Long-Run Regulation of AT&T: A Key Element of A Competitive Telecommunications Policy," *Telematics*, August 1984.

"Is Equal Access an Adequate Justification for Removing Restrictions on BOC Diversification?" *Presented at the Institute of Public Utilities Eighteenth Annual Conference*, Williamsburg, VA - December 8-10, 1986.

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"Contestable Markets: Theory vs. Fact," *Presented at the Conference on Current Issues in Telephone Regulations: Dominance and Cost Allocation in Interexchange Markets - Center for Legal and Regulatory Studies Department of Management Science and Information Systems - Graduate School of Business, University of Texas at Austin*, October 5, 1987.

"The Sources and Exercise of Market Power in the Market for Interexchange Telecommunications Services," *Presented at the Nineteenth Annual Conference, "Alternatives to Traditional Regulation: Options for Reform," Institute of Public Utilities, Michigan State University*, Williamsburg, VA, December, 1987.

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"Telecommunications Regulation and Infrastructure Development: Alternative Models for the Public/Private Partnership," *Prepared for the Economic Symposium of the International Telecommunications Union Europe Telecom '92 Conference, Budapest, Hungary,* October 15, 1992.

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The Cost of Universal Service, A Critical Assessment of the Benchmark Cost Model, (with Susan M. Baldwin), a report prepared by Economics and Technology, Inc. on behalf of the National Cable Television Association and submitted with Comments in FCC Docket No. CC-96-45, April 1996.

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Competition in Access Markets: Reality or Illusion, A Proposal for Regulating Uncertain Markets (with Susan M. Gately and Helen E. Golding), Economics and Technology, Inc., prepared for the Ad Hoc Telecommunications Users Committee, August 2004.

RECORD OF APPEARANCES BEFORE THE CALIFORNIA PUBLIC UTILITIES COMMISSION

DR. LEE L. SELWYN

2005

Joint Application of Verizon Communications Inc. ("Verizon") and MCI, Inc. ("MCI") to Transfer Control of MCI's California Utility Subsidiaries to Verizon, Which Will Occur Indirectly as a Result of Verizon's Acquisition of MCI, Application No. 05-04-020, on behalf of the Office of Ratepayer Advocates, Reply Testimony filed August 15, 2005.

Joint Application of SBC Communications Inc. ("SBC") and AT&T Corp. ("AT&T") for Authorization to Transfer Control of AT&T Communications of California (U-5002), TCG Los Angeles, Inc. (U-5462), TCG San Diego (U-5389) and TCG San Francisco (U-5454) to SBC, Which Will Occur Indirectly as a Result of AT&T's Merger with SBC, Tau Merger Sub Corporation, Application No. 05-02-027, on behalf of the Office of Ratepayer Advocates, Reply Testimony filed June 24, 2005.

2003

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2002

Verizon-California, Inc. (U1002) Petition for Arbitration of an Interconnection Agreement with Pac-West Telecomm, Inc. (U5266C) pursuant to Section (252(b) of the Telecommunications Act of 1996, Application No. 02-06-024, on behalf of Pac-West Telecomm, Inc., Direct Testimony filed July 8, 2002.

Petition by Pac-West Telecomm, Inc. for Arbitration of an Interconnection Agreement with Pacific Bell Pursuant to Section 252(b) of the Telecommunications Act of 1996, Application No. 02-03-059 on behalf of Pac-West Telecomm, Inc., Direct Testimony filed April 23, 2002, cross-examination May 30, 2002.

2001

Rulemaking on the Commission's Own Motion to Govern Open Access to Bottleneck Services and Establish a Framework for Network Architecture Development of Dominant Carrier Networks, Rulemaking No. 93-04-003, *Investigation on the Commission's Own Motion into Open Access and Network Architecture Development of Dominant Carrier Networks,* Investigation No. 93.04-002, *Order Instituting Rulemaking on the Commission's Own Motion Into Competition for Local Exchange Service,* Rulemaking No. 95-04-043, *Order Instituting Investigation on the Commission's Own Motion Into Competition for Local Exchange Service,* Investigation No. 95-04-044, on behalf of PacWest Telecomm, Inc. (U-5266-C) and Working Assets Long Distance (U-5233-C) Declaration filed August 23, 2001.

2000

Order Instituting Rulemaking on the Commission's Own Motion into Reciprocal Compensation for Telephone Traffic Transmitted to Internet Service Providers Modems, Rulemaking 00-02-005, on behalf of Pac-West Telecom, Inc., Direct Testimony filed July 18, 2000, Reply Testimony August 4, 2000, cross-examination August 23, 2000.

1999

Joint Application of GTE Corporation and Bell Atlantic Corporation to Transfer Control of GTE's California Utility Subsidiaries to Bell Atlantic, Which Will Occur Indirectly as a Result of GTE's Merger with Bell Atlantic, Application No. 98-12-005, on behalf of the Office of Ratepayer Advocates of the Direct Testimony filed June 7, 1999.

Petition by Pacific Bell (U 1001 C) for Arbitration of an Interconnection Agreement with Pac-West Telecommunications, Inc (U 5266 C) Pursuant to Section 252(b) of the Telecommunications Act of 1996, Application No. 98-11-024, on behalf of Pac-West Telecomm., Inc., Direct Testimony filed February 8, 1999.

1998

Pacific Gas & Electric General Rate Case, Application No. 97-12-020, on behalf of the Office of Ratepayer Advocates of the Direct Testimony filed June 4, 1998.

Rulemaking on the Commission's Own Motion to Govern Open Access to Bottleneck Services and Establish a Framework for Network Architecture, Rulemaking No. 93-04-003; *Investigation on the Commission's Own Motion to Open Access and Network Architecture Development of Dominant Carrier Networks (Pricing Phase),* Investigation No. 93-04-002, on behalf of AT&T Communications of California, Inc., Direct Testimony filed April 8, 1998, Rebuttal Testimony filed April 27, 1998, cross-examination June 8-9, 1998.

1997

Rulemaking on the Commission's Own Motion to Govern Open Access to Bottleneck Services and Establish a Framework for Network Architecture, Rulemaking No. 93-04-003*; Investigation on the Commission's Own Motion to Open Access and Network Architecture Development of Dominant Carrier Networks (OANAD Phase),* Investigation No. 93-04-002, on behalf of AT&T Communications of California, Inc., Direct Testimony filed October 3, 1997, cross-examination October 28, 1997.

Rulemaking on the Commission's Own Motion to Govern Open Access to Bottleneck Services and Establish a Framework for Network Architecture Development of Dominant Carrier Networks, Rulemaking No. 93-04-003, *Investigation on the Commission's Own Motion to Open Access and Network Architecture Development of Dominant Carrier Networks,* Investigation No. 93-04-002, on behalf of AT&T Communications of California and MCI Telecommunications Corporation, Declaration filed March 18, 1997.

1996

Joint Application of Pacific Telesis and SBC Communications, Inc. for SBC to Control Pacific Bell (U1001C), Which Will Occur Indirectly as a Result of Pacific Telesis' Merger with a Wholly Owned Subsidiary of SBC, Application No. 96-04-038, on behalf of the Office of Ratepayer Advocates of the CA Public Utilities Commission, Opening Testimony filed September 30, 1996, Surrebuttal Testimony filed November 12, 1996, cross-examination November 20-22, 1996.

Petition of AT&T Communications of California, Inc. for Arbitration Pursuant to Section 252 of the Federal Telecommunications Act of 1996 to Establish an Interconnection Agreement with Pacific Bell, Application No. 96-08-040, on behalf of AT&T Communications of California, Inc., Opening Testimony filed August 20, 1996.

Petition of AT&T Communications of California, Inc. for Arbitration Pursuant to Section 252 of the Federal Telecommunications Act of 1996 to Establish an Interconnection Agreement with GTE California Incorporated, Application No. 96-08-041, on behalf of AT&T Communications of California, Inc., filed August 19, 1996.

Rulemaking on the Commission's Own Motion to Govern Open Access to Bottleneck Services and Establish a Framework for Network Architecture, Rulemaking No. 93-04-003*; Investigation on the Commission's Own Motion to Open Access and Network Architecture Development of Dominant Carrier Networks,* Investigation No. 93-04-002, on behalf of AT&T Communications of California, Inc. and MCI Telecommunications Corporation, filed Direct Testimony filed June 14, 1996, Rebuttal Testimony filed July 10, 1996.

Rulemaking on the Commissions's Own Motion into Universal Service and to Comply with the Mandates of Assembly Bill 3643, Rulemaking No. 95-01-020, *Investigation on the Commissions's Own Motion into Universal Service and to Comply with the Mandates of Assembly Bill 3643,* Investigation No. 95-01-021, on behalf of California Telecommunications Coalition, Direct Testimony filed April 16, 1996, Rebuttal Testimony filed April 24, 1996, cross-examination April 30, May 1, 1996.

1995

Order Instituting Rulemaking on the Commission's Own Motion Into Competition for Local Exchange Service, Rulemaking No. 95-04-043; *Order Instituting Investigation on the Commission's Own Motion Into Competition for Local Exchange Service,* Investigation No. 95-04-044, on behalf of The California Telecommunications Coalition, Rebuttal Testimony filed December 20, 1995, corrected January 4, 1996, cross-examination January 16, 1996, February 6, 1996.

Investigation of the Commission's Own Motion into the Second Triennial Review of the Operations and Safeguards of the Incentive-Based Regulatory Framework for Local Exchange Carriers, Investigation No. 95-04-047, on behalf of California Committee of Large Telecommunications Consumers (CCLTC), Direct Testimony filed September 8, 1995, Rebuttal Testimony filed September 18, 1995.

1994

Application of Pacific Bell and Pacific Bell Information Services to Notify the Commission to Enter the Electronic Publishing Services Market, Application No. 93-11-031, on behalf of California Bankers Clearing House Association and County of Los Angeles, Direct Testimony filed July 25, 1994.

Petition of GTE-California to Eliminate the Preapproval Requirement for Fiber Beyond the Feeder, Investigation No. 87-11-033, on behalf of California Bankers Clearing House, County of Los Angeles , Direct Testimony filed March 18, 1994.

1993

Investigation on the Commission's own Motion into the Pacific Telesis Group's "Spin-off" Proposal, Investigation No. 93-02-028, on behalf of the Division of Ratepayer Advocates of the Declaration filed May 14, 1993, Direct Testimony filed June 28, 1993.

Application of GTE California Inc. (U 1002 C) for Review of the Operation of the Incentive-Based Regulatory Framework adopted in D.89-10-031, Application No. 92-05-002*; Application of Pacific Bell (U 1001 C) for Review of the Regulatory Framework adopted in D.89-10-031*, Application No. 92-05-004, on behalf of California Bankers Clearing House Association, County of Los Angeles and Tele-Communications Association, Direct Testimony filed April 8, 1993, Reply Testimony filed May 6, 1993.

1991

Application of Pacific Bell (U 1101 C) for Authorization to Transfer Specified Personnel and Assets, Application No. 92-12-052, on behalf of California Bankers Clearing House Association and the City of Los Angeles, Direct Testimony filed August 8, 1991.

Application of Pacific Bell (U 1001 C), a Corporation, for Approval of COMMSTAR Features, Application No. 90-11-011, on behalf of California Bankers Clearing House Association, Direct Testimony filed May 24, 1991, Reply Testimony filed June 12, 1991.

Alternative Regulatory Frameworks for Local Exchange Carriers, Investigation No. 87-11-033, on behalf of California Bankers Clearing House Association, County of Los Angeles, Comments filed February 15, 1991, Direct Testimony filed September 23, 1991, Reply Testimony filed January 17, 1992, Supplemental Testimony filed April 24, 1992.

1990

Alternative Regulatory Frameworks of Local Exchange Carriers (Phase III), Investigation No. 87-11-033, on behalf of California Bankers Clearing House Association, County of Los Angeles, Direct Testimony filed January 23, 1990, Rebuttal Testimony filed February 20, 1990, Direct Testimony filed August 6, 1990, Supplemental Testimony filed September 10, 1990.

1989

Investigation on the Commission's Own Motion into the Rates, Tolls, Rules, Charges, Operations, Costs Separations Practices, Contracts, Service and Facilities. of General Telephone Corporation of California, Investigation No. 87-02-025, on behalf of the County of Los Angeles, Direct Testimony filed November 3, 1989.

Application of Pacific Bell for approval to the extent required or permitted by law of its plan to provide enhanced services, Docket No. 88-08-031, on behalf of California Bankers Clearing House Association, Direct Testimony filed April 4, 1989.

1988

Alternative Regulatory Frameworks for Local Exchange Carriers, Investigation No. 87-11-033 Phase II, on behalf of California Bankers Clearing House Association, Tele-Communications Association, and CBS, Inc., Direct Testimony filed September 19, 1988, Rebuttal Testimony filed October 28, 1988.

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1987

Investigation of the Commission's Own motion to Determine the Feasibility of Implementing New Funding Sources and Program Reductions in the Deaf and Disabled Program Pursuant to Section 2881 of the Public Utilities Code, Investigation No. 87-11-031, on behalf of Tele-Communications Association, Direct Testimony filed December 24, 1987, cross-examination January 5, 1988.

1986

Application of Pacific Bell for authority to increase certain intrastate rates and charges applicable to telephone services furnished within the State of California, Application No. 85-01-034, Investigation No. 85-03-078, on behalf of California Bankers Clearing House Association, Tele-Communications Association, Direct Testimony filed August 22, 1986, Rebuttal Testimony filed September 30, 1986, cross-examination October 1-2, 1986.

Application of the Pacific Telephone and Telegraph Company for authority to adopt intrastate access charge tariffs applicable to telephone services furnished within the State of California, Application No. 83-06-65, on behalf of ABC, Inc., CBS, Inc., California Bankers Clearing House Association, Tele-Communications Association, Direct Testimony filed May 9, 1986, cross-examination June 11-12, 1986.

1985

Application of Pacific Bell for authority to increase certain intrastate rates and charges applicable to telephone services furnished within the State of California, Application No. 85-01-034, on behalf of ABC, Inc., CBS, Inc., California Bankers Clearing House Association, Tele-Communications Association, Direct Testimony filed May 17, 1985, cross-examination June 6, 1985.

1984

Application of GTE Mobilnet of San Francisco, and GTE Mobilnet of San Jose for certificates of public convenience and necessity to construct and operate a domestic cellular mobile radio system in the San Francisco-Oakland and San Jose Metropolitan areas, Application No. 83-07-04, on behalf of McCaw/Intrastate Cellular Systems, Direct Testimony filed June 22, 1984, cross-examination July 5, 1984.

1983

Application of Pacific Telephone for Authority to Increase Certain Intrastate Rates and Charges Applicable to Telephone Services Furnished with the State of California due to Increased Depreciation Rates, Application No. 82-11-07; *Application of Pacific Telephone for Authority to Increase Certain Intrastate Rates and Charges Applicable to Telephone Services Furnished with the State of California,* Application No. 83-01-22, on behalf of ABC, Inc., CBS, Inc., California Bankers Association, Tele-Communications Association, Direct Testimony filed May 13, 1983, October 21, 1983.

1982

Applications of the Pacific Telephone and Telegraph Company for authority to increase certain intrastate rates and charges applicable to telephone services furnished within the State of California, Application Nos. 59849, 59269, on behalf of ABC, Inc., California Retailers Association, Telephone Answering Services of California, Inc., Tele-Communications Association, Direct Testimony filed January 25, 1982, March 26, 1982, Surrebuttal Testimony filed July 26, 1982, cross-examination February 9-10, 1982, June 24-25, 1982.

Applications of the Pacific Telephone and Telegraph Company for authority to increase certain intrastate rates and charges applicable to telephone services furnished within the State of California, Application Nos. 59849, 59269, on behalf of Telephone Answering Services of California, Inc., and Tele-Communications Association, Direct Testimony filed January 25, 1982, cross-examination February 9-10, 1982

1981

Applications of the Pacific Telephone and Telegraph Company for authority to increase certain intrastate rates and charges applicable to telephone services furnished within the State of California, Application No. 59849, on behalf of ABC, Inc., CBS, Inc., California Retailers Association, Tele-Communications Association, Direct Testimony filed January 26, 1981, cross-examination March 11-12, 1981.

1980

Application of the Pacific Telephone and Telegraph Company for authority to increase certain intrastate rates and charges applicable to telephone services furnished within the State of California, Application No. 59849, on behalf of ABC, Inc., CBS, Inc., California Retailers Association, Tele-Communications Association, Direct Testimony filed December 16, 1980.

1979

Application of the Pacific Telephone and Telegraph Company for authority to increase certain intrastate rates and charges applicable to telephone services furnished within the State of California, Application No. 58223, on behalf of California Retailers Association, Direct Testimony filed November 20, 1978, cross-examination December 12, 1979.

1978

Investigation on the Commission's own motion into the rates, tariffs, costs, and practices of Centrex service by any or all of the telephone corporations listed in the investigation, Application No. 10191, on behalf of California Retailers Association, California Manufacturers Association, Direct Testimony filed July 8, 1977, cross-examination July 26-27, 1977; Supplemental Direct Testimony filed February 1, 1978, cross-examination February 9, 1978; Second Supplemental Direct Testimony filed June 19, 1978, cross-examination October 24 and 26, 1978.

1976

California Public Service Commission, *Application of the Pacific Telephone and Telegraph Company, a corporation, for telephone service rate increases to cover increased costs in providing telephone service,* Application No. 55492, on behalf of California Retailers Association, California Manufacturers Association, Direct Testimony filed October 11, 1976, cross-examination October 27, 1976.

Attachment 2

Proposed Data Request
to be propounded to
all Area Code 310 Codeholders

1. Please complete a separate attached "AREA CODE 310 DATA SHEET" for each 1,000-number block assigned to you. Data should be provided via the Excel template that is being provided, with a separate Excel worksheet used for each 1,000-block.

   Each worksheet should contain the following information:

   - The name, address, contact telephone number and e-mail address of the preparer.

   - Full name and Operating Company Number ("OCN") of the registered holder of the subject 1,000-block.

   - The Central Office ("NXX") code of the 1,000-block as well as the range of numbers in the block.

   - The rate center in which the 1,000-block is rated, as well as the name of the entity designated as the local routing number ("LRN") holder.

   - The category of use (wireline ILEC, wireline CLEC, cellular/PCS, paging, other) of the 1,000-block (indicate multiple categories of use as applicable).

   - The quantity of numbers "assigned," "intermediate," "aging," "reserved," "admin," and "available" using the definitions of these terms as set out at page 5 of the FCC's August 2005 report on *Numbering Resource Utilization in the United States as of December 2004*. Note that for purposes of providing the requested information, a number should be classified as "assigned" to a customer if a call dialed to that number returns answer supervision. Numbers are classified as "intermediate" when the number has provided the number to another carrier or non-carrier, but has not yet been assigned to an end user. Numbers should be placed in the "aging" category when they are being held out of service after being returned by an end user, but before it becomes assignable. "Reserved" numbers are those being held by the carrier for an end user, but are not "assigned" (i.e., the number is not in service and does not return answer supervision). Numbers should be classified as "Admin" if they are in use by the carrier for administrative or testing purposes, but not assigned or assignable to an end user. "Available" numbers are those available for assignment to customers. The "TOTAL" row should sum the numbers for each column. The sum of the values in the TOTAL row must equal 1,000.

2. For each rate center in Area code 310 in which you hold at least one (1) 1,000-number block, provide a tabulation showing the quantity of numbers in use by customers broken down by the ZIP code of the physical location at which the service is provided or, if not known or ascertainable, the ZIP code of the "Place of Primary Use" (as defined at 4 U.S.C. § 124 (8) (2005).

3. For each rate center in Area code 310 in which you hold at least one (1) 1,000-number block, provide the quantity of numbers currently being furnished to intermediate service providers, including, but not limited to "unified messaging services" providers.

AREA CODE 310 DATA SHEET

Use one sheet per 1,000-number block

DATE PREPARED:

NAME OF PREPARER:

COMPANY NAME:

OCN:

CONTACT:

Phone:

e-mail:

CATEGORY: (check box) ILEC ☐ Paging ☐ CLEC ☐ Other ☐ PCS ☐

RATE CENTER:

LRN Holder:

NXX Code:

Number Block:

	CLASSIFICATION					
CARRIER CATEGORY of USE	Assigned	Inter-mediate	Aging	Reserved	Admin	Available
ILEC/CLEC						
Primary residential access line						
Secondary residential access line						
Additional residential number (e.g., RingMate)						
Primary business analog access line						
Secondary business analog access line						
PBX Trunks - dialable numbers						
Centrex lines						
Direct Inward Dialing numbers						
Uncategorized						
CELLULAR/PCS						
Cellular/PCS phones:						
Monthly billed						
Prepaid, in service						
Prepaid, in distribution/retail inventories						
Uncategorized						
PAGING						
Pager numbers						
Uncategorized						
OTHER						
Numbers						
TOTAL						
TOTAL						

Attachment 3

NXX Code Assignments
by Rate Center
Area Code 310

310 Area Code Central Office Codes--by Rate Center

NXX	Type	Parent Company	Registered Owner	Rate Center
AVALON			**3 Central Office Codes**	
			1 ILEC — 1 CLEC — 0 CMRS — 0 Paging — 1 Other	
510	ILEC	AT&T INC.	PACIFIC BELL	AVALON
929	Unknown	01 COMMUNICATIONS, INC	01 COMMUNICATIONS, INC. - CA	AVALON
949	CLEC	NORTH COUNTY COMMUN	NORTH COUNTY COMMUNICATIONS CORP. - CA	AVALON
BEVERLY HILLS			**108 Central Office Codes**	
			56 ILEC — 22 CLEC — 26 CMRS — 3 Paging — 1 Other	
598	CLEC	AT&T INC.	AT&T LOCAL	BEVERLYHLS
467	CMRS	AT&T INC.	BLUE LICENSES HOLDING, LLC (CINGULAR)	BEVERLYHLS
600	CMRS	AT&T INC.	BLUE LICENSES HOLDING, LLC (CINGULAR)	BEVERLYHLS
614	CMRS	AT&T INC.	BLUE LICENSES HOLDING, LLC (CINGULAR)	BEVERLYHLS
717	CMRS	AT&T INC.	BLUE LICENSES HOLDING, LLC (CINGULAR)	BEVERLYHLS
721	CMRS	AT&T INC.	BLUE LICENSES HOLDING, LLC (CINGULAR)	BEVERLYHLS
729	CMRS	AT&T INC.	BLUE LICENSES HOLDING, LLC (CINGULAR)	BEVERLYHLS
739	CMRS	AT&T INC.	BLUE LICENSES HOLDING, LLC (CINGULAR)	BEVERLYHLS
779	CMRS	AT&T INC.	BLUE LICENSES HOLDING, LLC (CINGULAR)	BEVERLYHLS
849	CMRS	AT&T INC.	BLUE LICENSES HOLDING, LLC (CINGULAR)	BEVERLYHLS
871	CMRS	AT&T INC.	BLUE LICENSES HOLDING, LLC (CINGULAR)	BEVERLYHLS
880	CMRS	AT&T INC.	BLUE LICENSES HOLDING, LLC (CINGULAR)	BEVERLYHLS
890	CMRS	AT&T INC.	BLUE LICENSES HOLDING, LLC (CINGULAR)	BEVERLYHLS
926	CMRS	AT&T INC.	BLUE LICENSES HOLDING, LLC (CINGULAR)	BEVERLYHLS
962	CMRS	AT&T INC.	BLUE LICENSES HOLDING, LLC (CINGULAR)	BEVERLYHLS
990	CMRS	AT&T INC.	BLUE LICENSES HOLDING, LLC (CINGULAR)	BEVERLYHLS
993	CMRS	AT&T INC.	BLUE LICENSES HOLDING, LLC (CINGULAR)	BEVERLYHLS
994	CMRS	AT&T INC.	BLUE LICENSES HOLDING, LLC (CINGULAR)	BEVERLYHLS
201	ILEC	AT&T INC.	PACIFIC BELL	BEVERLYHLS
203	ILEC	AT&T INC.	PACIFIC BELL	BEVERLYHLS
205	ILEC	AT&T INC.	PACIFIC BELL	BEVERLYHLS
226	ILEC	AT&T INC.	PACIFIC BELL	BEVERLYHLS
229	ILEC	AT&T INC.	PACIFIC BELL	BEVERLYHLS
246	ILEC	AT&T INC.	PACIFIC BELL	BEVERLYHLS
247	ILEC	AT&T INC.	PACIFIC BELL	BEVERLYHLS
248	ILEC	AT&T INC.	PACIFIC BELL	BEVERLYHLS
270	ILEC	AT&T INC.	PACIFIC BELL	BEVERLYHLS
271	ILEC	AT&T INC.	PACIFIC BELL	BEVERLYHLS
273	ILEC	AT&T INC.	PACIFIC BELL	BEVERLYHLS
274	ILEC	AT&T INC.	PACIFIC BELL	BEVERLYHLS
275	ILEC	AT&T INC.	PACIFIC BELL	BEVERLYHLS
276	ILEC	AT&T INC.	PACIFIC BELL	BEVERLYHLS
277	ILEC	AT&T INC.	PACIFIC BELL	BEVERLYHLS
278	ILEC	AT&T INC.	PACIFIC BELL	BEVERLYHLS
279	ILEC	AT&T INC.	PACIFIC BELL	BEVERLYHLS
281	ILEC	AT&T INC.	PACIFIC BELL	BEVERLYHLS
282	ILEC	AT&T INC.	PACIFIC BELL	BEVERLYHLS
284	ILEC	AT&T INC.	PACIFIC BELL	BEVERLYHLS
285	ILEC	AT&T INC.	PACIFIC BELL	BEVERLYHLS
286	ILEC	AT&T INC.	PACIFIC BELL	BEVERLYHLS
288	ILEC	AT&T INC.	PACIFIC BELL	BEVERLYHLS
289	ILEC	AT&T INC.	PACIFIC BELL	BEVERLYHLS
358	ILEC	AT&T INC.	PACIFIC BELL	BEVERLYHLS
360	ILEC	AT&T INC.	PACIFIC BELL	BEVERLYHLS
385	ILEC	AT&T INC.	PACIFIC BELL	BEVERLYHLS
407	ILEC	AT&T INC.	PACIFIC BELL	BEVERLYHLS
423	ILEC	AT&T INC.	PACIFIC BELL	BEVERLYHLS
550	ILEC	AT&T INC.	PACIFIC BELL	BEVERLYHLS
551	ILEC	AT&T INC.	PACIFIC BELL	BEVERLYHLS

310 Area Code Central Office Codes--by Rate Center

NXX	Type	Parent Company	Registered Owner	Rate Center
552	ILEC	AT&T INC.	PACIFIC BELL	BEVERLYHLS
553	ILEC	AT&T INC.	PACIFIC BELL	BEVERLYHLS
556	ILEC	AT&T INC.	PACIFIC BELL	BEVERLYHLS
557	ILEC	AT&T INC.	PACIFIC BELL	BEVERLYHLS
601	ILEC	AT&T INC.	PACIFIC BELL	BEVERLYHLS
652	ILEC	AT&T INC.	PACIFIC BELL	BEVERLYHLS
657	ILEC	AT&T INC.	PACIFIC BELL	BEVERLYHLS
659	ILEC	AT&T INC.	PACIFIC BELL	BEVERLYHLS
712	ILEC	AT&T INC.	PACIFIC BELL	BEVERLYHLS
724	ILEC	AT&T INC.	PACIFIC BELL	BEVERLYHLS
772	ILEC	AT&T INC.	PACIFIC BELL	BEVERLYHLS
777	ILEC	AT&T INC.	PACIFIC BELL	BEVERLYHLS
785	ILEC	AT&T INC.	PACIFIC BELL	BEVERLYHLS
786	ILEC	AT&T INC.	PACIFIC BELL	BEVERLYHLS
788	ILEC	AT&T INC.	PACIFIC BELL	BEVERLYHLS
789	ILEC	AT&T INC.	PACIFIC BELL	BEVERLYHLS
843	ILEC	AT&T INC.	PACIFIC BELL	BEVERLYHLS
854	ILEC	AT&T INC.	PACIFIC BELL	BEVERLYHLS
855	ILEC	AT&T INC.	PACIFIC BELL	BEVERLYHLS
858	ILEC	AT&T INC.	PACIFIC BELL	BEVERLYHLS
859	ILEC	AT&T INC.	PACIFIC BELL	BEVERLYHLS
860	ILEC	AT&T INC.	PACIFIC BELL	BEVERLYHLS
887	ILEC	AT&T INC.	PACIFIC BELL	BEVERLYHLS
888	ILEC	AT&T INC.	PACIFIC BELL	BEVERLYHLS
967	ILEC	AT&T INC.	PACIFIC BELL	BEVERLYHLS
435	CMRS	AT&T INC.	PACIFIC BELL MOBILE SERVICES (CINGULAR)	BEVERLYHLS
498	CMRS	AT&T INC.	PACIFIC BELL MOBILE SERVICES (CINGULAR)	BEVERLYHLS
666	CMRS	AT&T INC.	PACIFIC BELL MOBILE SERVICES (CINGULAR)	BEVERLYHLS
801	CMRS	AT&T INC.	PACIFIC BELL MOBILE SERVICES (CINGULAR)	BEVERLYHLS
688	CLEC	AT&T INC.	TELEPORT COMMUNICATIONS GROUP - LA (AT&T)	BEVERLYHLS
228	CLEC	AT&T INC.	TELEPORT COMMUNICATIONS GROUP - LA (AT&T)	BEVERLYHLS
734	CLEC	VERIZON	MCI WORLDCOM COMMUNICATIONS, INC., CA (VERIZON	BEVERLYHLS
369	CLEC	VERIZON	MCIMETRO, ATS, INC. (VERIZON)	BEVERLYHLS
595	CLEC	VERIZON	MCIMETRO, ATS, INC. (VERIZON)	BEVERLYHLS
728	CLEC	VERIZON	MCIMETRO, ATS, INC. (VERIZON)	BEVERLYHLS
969	CLEC	VERIZON	MCIMETRO, ATS, INC. (VERIZON)	BEVERLYHLS
975	CLEC	VERIZON	MCIMETRO, ATS, INC. (VERIZON)	BEVERLYHLS
409	Unknown	01 COMMUNICATIONS, INC	01 COMMUNICATIONS, INC. - CA	BEVERLYHLS
492	CLEC	ALLEGIANCE TELECOM, IN	ALLEGIANCE TELECOM, INC. - CA	BEVERLYHLS
402	CLEC	COMCAST PHONE OF CALI	COMCAST PHONE OF CALIFORNIA, LLC - CA	BEVERLYHLS
691	CLEC	FOCAL COMMUNICATIONS	FOCAL COMMUNICATIONS CORP OF CALIFORNIA	BEVERLYHLS
499	CLEC	GLOBAL CROSSING LOCAL	GLOBAL CROSSING LOCAL SERVICES, INC.-CA	BEVERLYHLS
623	CLEC	MPOWER COMMUNICATIOI	MPOWER COMMUNICATIONS CORP. - CA	BEVERLYHLS
746	CLEC	MPOWER COMMUNICATIOI	MPOWER COMMUNICATIONS CORP. - CA	BEVERLYHLS
624	Paging	NETWORK SERVICES LLC	NETWORK SERVICES LLC	BEVERLYHLS
362	CLEC	PAC - WEST TELECOMM, IN	PAC - WEST TELECOMM, INC.	BEVERLYHLS
388	CLEC	PAC - WEST TELECOMM, IN	PAC - WEST TELECOMM, INC.	BEVERLYHLS
861	CLEC	PAC - WEST TELECOMM, IN	PAC - WEST TELECOMM, INC.	BEVERLYHLS
272	Paging	SPRINT-NEXTEL	NEXTEL BOOST INVESTMENT, INC.	BEVERLYHLS
925	CMRS	SPRINT-NEXTEL	NEXTEL COMMUNICATIONS	BEVERLYHLS
497	CMRS	SPRINT-NEXTEL	SPRINT SPECTRUM L.P.	BEVERLYHLS
770	CMRS	SPRINT-NEXTEL	SPRINT SPECTRUM L.P.	BEVERLYHLS
867	CMRS	SPRINT-NEXTEL	SPRINT SPECTRUM L.P.	BEVERLYHLS
927	CMRS	SPRINT-NEXTEL	SPRINT SPECTRUM L.P.	BEVERLYHLS
651	CLEC	TIME WARNER TELECOM C	TIME WARNER TELECOM OF CALIFORNIA, LP - CA	BEVERLYHLS
432	CLEC	U.S. TELEPACIFIC CORP. -	U.S. TELEPACIFIC CORP. - CA	BEVERLYHLS
461	CLEC	U.S. TELEPACIFIC CORP. -	U.S. TELEPACIFIC CORP. - CA	BEVERLYHLS
596	Paging	USA MOBILITY	METROCALL	BEVERLYHLS
300	CLEC	XO CALIFORNIA, INC.	XO CALIFORNIA, INC.	BEVERLYHLS

310 Area Code Central Office Codes--by Rate Center

NXX	Type	Parent Company	Registered Owner	Rate Center
COMPTON-MAIN			**42 Central Office Codes**	
		26 ILEC — 11 CLEC — 1 CMRS — 3 Paging — 1 Other		
223	ILEC	AT&T INC.	PACIFIC BELL	CMTN CMTN
537	ILEC	AT&T INC.	PACIFIC BELL	CMTN CMTN
603	ILEC	AT&T INC.	PACIFIC BELL	CMTN CMTN
604	ILEC	AT&T INC.	PACIFIC BELL	CMTN CMTN
605	ILEC	AT&T INC.	PACIFIC BELL	CMTN CMTN
608	ILEC	AT&T INC.	PACIFIC BELL	CMTN CMTN
609	ILEC	AT&T INC.	PACIFIC BELL	CMTN CMTN
631	ILEC	AT&T INC.	PACIFIC BELL	CMTN CMTN
632	ILEC	AT&T INC.	PACIFIC BELL	CMTN CMTN
635	ILEC	AT&T INC.	PACIFIC BELL	CMTN CMTN
637	ILEC	AT&T INC.	PACIFIC BELL	CMTN CMTN
638	ILEC	AT&T INC.	PACIFIC BELL	CMTN CMTN
639	ILEC	AT&T INC.	PACIFIC BELL	CMTN CMTN
661	ILEC	AT&T INC.	PACIFIC BELL	CMTN CMTN
668	ILEC	AT&T INC.	PACIFIC BELL	CMTN CMTN
669	ILEC	AT&T INC.	PACIFIC BELL	CMTN CMTN
687	ILEC	AT&T INC.	PACIFIC BELL	CMTN CMTN
761	ILEC	AT&T INC.	PACIFIC BELL	CMTN CMTN
762	ILEC	AT&T INC.	PACIFIC BELL	CMTN CMTN
763	ILEC	AT&T INC.	PACIFIC BELL	CMTN CMTN
764	ILEC	AT&T INC.	PACIFIC BELL	CMTN CMTN
884	ILEC	AT&T INC.	PACIFIC BELL	CMTN CMTN
885	ILEC	AT&T INC.	PACIFIC BELL	CMTN CMTN
886	ILEC	AT&T INC.	PACIFIC BELL	CMTN CMTN
898	ILEC	AT&T INC.	PACIFIC BELL	CMTN CMTN
900	ILEC	AT&T INC.	PACIFIC BELL	CMTN CMTN
705	CLEC	AT&T INC.	TELEPORT COMMUNICATIONS GROUP - LA (AT&T)	CMTN CMTN
735	CLEC	VERIZON	MCI WORLDCOM COMMUNICATIONS, INC., CA (VERIZON	CMTN CMTN
894	CLEC	VERIZON	MCIMETRO, ATS, INC. (VERIZON)	CMTN CMTN
438	CLEC	COMCAST PHONE OF CALI	COMCAST PHONE OF CALIFORNIA, LLC - CA	CMTN CMTN
599	Other	DIGITCOM SERVICES, INC.	DIGITCOM SERVICES, INC.	CMTN CMTN
933	CLEC	LEVEL 3 COMMUNICATION	LEVEL 3 COMMUNICATIONS, LLC - CA	CMTN CMTN
747	CLEC	MPOWER COMMUNICATIOI	MPOWER COMMUNICATIONS CORP. - CA	CMTN CMTN
361	CLEC	PAC - WEST TELECOMM, IN	PAC - WEST TELECOMM, INC.	CMTN CMTN
742	CLEC	PAC - WEST TELECOMM, IN	PAC - WEST TELECOMM, INC.	CMTN CMTN
868	CLEC	PAC - WEST TELECOMM, IN	PAC - WEST TELECOMM, INC.	CMTN CMTN
864	CMRS	SPRINT-NEXTEL	NEXTEL COMMUNICATIONS	CMTN CMTN
667	CLEC	TIME WARNER TELECOM C	TIME WARNER TELECOM OF CALIFORNIA, LP - CA	CMTN CMTN
501	Paging	USA MOBILITY	ARCH WIRELESS HOLDINGS, INC.	CMTN CMTN
509	Paging	USA MOBILITY	ARCH WIRELESS HOLDINGS, INC.	CMTN CMTN
731	Paging	USA MOBILITY	ARCH WIRELESS HOLDINGS, INC.	CMTN CMTN
928	CLEC	XO CALIFORNIA, INC.	XO CALIFORNIA, INC.	CMTN CMTN
COMPTON GARDENA			**136 Central Office Codes**	
		31 ILEC — 14 CLEC — 60 CMRS — 30 Paging — 1 Other		
404	CLEC	AT&T INC.	AT&T LOCAL	CMTN GRDN
200	CMRS	AT&T INC.	BLUE LICENSES HOLDING, LLC (CINGULAR)	CMTN GRDN
245	CMRS	AT&T INC.	BLUE LICENSES HOLDING, LLC (CINGULAR)	CMTN GRDN
251	CMRS	AT&T INC.	BLUE LICENSES HOLDING, LLC (CINGULAR)	CMTN GRDN
283	CMRS	AT&T INC.	BLUE LICENSES HOLDING, LLC (CINGULAR)	CMTN GRDN
291	CMRS	AT&T INC.	BLUE LICENSES HOLDING, LLC (CINGULAR)	CMTN GRDN
292	CMRS	AT&T INC.	BLUE LICENSES HOLDING, LLC (CINGULAR)	CMTN GRDN
344	CMRS	AT&T INC.	BLUE LICENSES HOLDING, LLC (CINGULAR)	CMTN GRDN
418	CMRS	AT&T INC.	BLUE LICENSES HOLDING, LLC (CINGULAR)	CMTN GRDN

310 Area Code Central Office Codes--by Rate Center

NXX	Type	Parent Company	Registered Owner	Rate Center
480	CMRS	AT&T INC.	BLUE LICENSES HOLDING, LLC (CINGULAR)	CMTN GRDN
489	CMRS	AT&T INC.	BLUE LICENSES HOLDING, LLC (CINGULAR)	CMTN GRDN
503	CMRS	AT&T INC.	BLUE LICENSES HOLDING, LLC (CINGULAR)	CMTN GRDN
567	CMRS	AT&T INC.	BLUE LICENSES HOLDING, LLC (CINGULAR)	CMTN GRDN
874	CMRS	AT&T INC.	BLUE LICENSES HOLDING, LLC (CINGULAR)	CMTN GRDN
897	CMRS	AT&T INC.	BLUE LICENSES HOLDING, LLC (CINGULAR)	CMTN GRDN
941	CMRS	AT&T INC.	BLUE LICENSES HOLDING, LLC (CINGULAR)	CMTN GRDN
977	CMRS	AT&T INC.	BLUE LICENSES HOLDING, LLC (CINGULAR)	CMTN GRDN
217	ILEC	AT&T INC.	PACIFIC BELL	CMTN GRDN
225	ILEC	AT&T INC.	PACIFIC BELL	CMTN GRDN
243	ILEC	AT&T INC.	PACIFIC BELL	CMTN GRDN
323	ILEC	AT&T INC.	PACIFIC BELL	CMTN GRDN
324	ILEC	AT&T INC.	PACIFIC BELL	CMTN GRDN
327	ILEC	AT&T INC.	PACIFIC BELL	CMTN GRDN
329	ILEC	AT&T INC.	PACIFIC BELL	CMTN GRDN
352	ILEC	AT&T INC.	PACIFIC BELL	CMTN GRDN
353	ILEC	AT&T INC.	PACIFIC BELL	CMTN GRDN
354	ILEC	AT&T INC.	PACIFIC BELL	CMTN GRDN
366	ILEC	AT&T INC.	PACIFIC BELL	CMTN GRDN
380	ILEC	AT&T INC.	PACIFIC BELL	CMTN GRDN
512	ILEC	AT&T INC.	PACIFIC BELL	CMTN GRDN
515	ILEC	AT&T INC.	PACIFIC BELL	CMTN GRDN
516	ILEC	AT&T INC.	PACIFIC BELL	CMTN GRDN
523	ILEC	AT&T INC.	PACIFIC BELL	CMTN GRDN
527	ILEC	AT&T INC.	PACIFIC BELL	CMTN GRDN
532	ILEC	AT&T INC.	PACIFIC BELL	CMTN GRDN
538	ILEC	AT&T INC.	PACIFIC BELL	CMTN GRDN
630	ILEC	AT&T INC.	PACIFIC BELL	CMTN GRDN
660	ILEC	AT&T INC.	PACIFIC BELL	CMTN GRDN
715	ILEC	AT&T INC.	PACIFIC BELL	CMTN GRDN
719	ILEC	AT&T INC.	PACIFIC BELL	CMTN GRDN
767	ILEC	AT&T INC.	PACIFIC BELL	CMTN GRDN
768	ILEC	AT&T INC.	PACIFIC BELL	CMTN GRDN
769	ILEC	AT&T INC.	PACIFIC BELL	CMTN GRDN
771	ILEC	AT&T INC.	PACIFIC BELL	CMTN GRDN
808	ILEC	AT&T INC.	PACIFIC BELL	CMTN GRDN
817	ILEC	AT&T INC.	PACIFIC BELL	CMTN GRDN
851	ILEC	AT&T INC.	PACIFIC BELL	CMTN GRDN
965	ILEC	AT&T INC.	PACIFIC BELL	CMTN GRDN
293	CMRS	AT&T INC.	PACIFIC BELL MOBILE SERVICES (CINGULAR)	CMTN GRDN
308	CMRS	AT&T INC.	PACIFIC BELL MOBILE SERVICES (CINGULAR)	CMTN GRDN
528	CMRS	AT&T INC.	PACIFIC BELL MOBILE SERVICES (CINGULAR)	CMTN GRDN
748	CMRS	AT&T INC.	PACIFIC BELL MOBILE SERVICES (CINGULAR)	CMTN GRDN
753	CMRS	AT&T INC.	PACIFIC BELL MOBILE SERVICES (CINGULAR)	CMTN GRDN
918	CMRS	AT&T INC.	PACIFIC BELL MOBILE SERVICES (CINGULAR)	CMTN GRDN
940	CMRS	AT&T INC.	PACIFIC BELL MOBILE SERVICES (CINGULAR)	CMTN GRDN
989	CMRS	AT&T INC.	PACIFIC BELL MOBILE SERVICES (CINGULAR)	CMTN GRDN
778	CLEC	AT&T INC.	TELEPORT COMMUNICATIONS GROUP - LA (AT&T)	CMTN GRDN
525	CLEC	AT&T INC.	TELEPORT COMMUNICATIONS GROUP - LA (AT&T)	CMTN GRDN
681	Paging	VERIZON	AIRTOUCH PAGING - CALIFORNIA	CMTN GRDN
365	CMRS	VERIZON	CELLCO PARTNERSHIP DBA VERIZON WIRELESS - CA	CMTN GRDN
386	CMRS	VERIZON	CELLCO PARTNERSHIP DBA VERIZON WIRELESS - CA	CMTN GRDN
387	CMRS	VERIZON	CELLCO PARTNERSHIP DBA VERIZON WIRELESS - CA	CMTN GRDN
413	CMRS	VERIZON	CELLCO PARTNERSHIP DBA VERIZON WIRELESS - CA	CMTN GRDN
415	CMRS	VERIZON	CELLCO PARTNERSHIP DBA VERIZON WIRELESS - CA	CMTN GRDN
502	CMRS	VERIZON	CELLCO PARTNERSHIP DBA VERIZON WIRELESS - CA	CMTN GRDN
508	CMRS	VERIZON	CELLCO PARTNERSHIP DBA VERIZON WIRELESS - CA	CMTN GRDN
612	CMRS	VERIZON	CELLCO PARTNERSHIP DBA VERIZON WIRELESS - CA	CMTN GRDN
613	CMRS	VERIZON	CELLCO PARTNERSHIP DBA VERIZON WIRELESS - CA	CMTN GRDN

310 Area Code Central Office Codes--by Rate Center

NXX	Type	Parent Company	Registered Owner	Rate Center
617	CMRS	VERIZON	CELLCO PARTNERSHIP DBA VERIZON WIRELESS - CA	CMTN GRDN
650	CMRS	VERIZON	CELLCO PARTNERSHIP DBA VERIZON WIRELESS - CA	CMTN GRDN
701	CMRS	VERIZON	CELLCO PARTNERSHIP DBA VERIZON WIRELESS - CA	CMTN GRDN
702	CMRS	VERIZON	CELLCO PARTNERSHIP DBA VERIZON WIRELESS - CA	CMTN GRDN
710	CMRS	VERIZON	CELLCO PARTNERSHIP DBA VERIZON WIRELESS - CA	CMTN GRDN
713	CMRS	VERIZON	CELLCO PARTNERSHIP DBA VERIZON WIRELESS - CA	CMTN GRDN
720	CMRS	VERIZON	CELLCO PARTNERSHIP DBA VERIZON WIRELESS - CA	CMTN GRDN
738	CMRS	VERIZON	CELLCO PARTNERSHIP DBA VERIZON WIRELESS - CA	CMTN GRDN
749	CMRS	VERIZON	CELLCO PARTNERSHIP DBA VERIZON WIRELESS - CA	CMTN GRDN
780	CMRS	VERIZON	CELLCO PARTNERSHIP DBA VERIZON WIRELESS - CA	CMTN GRDN
850	CMRS	VERIZON	CELLCO PARTNERSHIP DBA VERIZON WIRELESS - CA	CMTN GRDN
892	CMRS	VERIZON	CELLCO PARTNERSHIP DBA VERIZON WIRELESS - CA	CMTN GRDN
991	CMRS	VERIZON	CELLCO PARTNERSHIP DBA VERIZON WIRELESS - CA	CMTN GRDN
995	CMRS	VERIZON	CELLCO PARTNERSHIP DBA VERIZON WIRELESS - CA	CMTN GRDN
819	CLEC	VERIZON	MCI WORLDCOM COMMUNICATIONS, INC., CA (VERIZON	CMTN GRDN
800	CLEC	VERIZON	MCIMETRO, ATS, INC. (VERIZON)	CMTN GRDN
682	Paging	COOK TELECOM, INC.	COOK TELECOM, INC.	CMTN GRDN
464	CLEC	GLOBAL CROSSING LOCAL	GLOBAL CROSSING LOCAL SERVICES, INC.-CA	CMTN GRDN
389	Paging	MESSAGE CENTER BEEPE	MESSAGE CENTER BEEPERS, INC.	CMTN GRDN
818	CLEC	MPOWER COMMUNICATIOI	MPOWER COMMUNICATIONS CORP. - CA	CMTN GRDN
856	CLEC	MPOWER COMMUNICATIOI	MPOWER COMMUNICATIONS CORP. - CA	CMTN GRDN
296	Paging	NETWORK SERVICES LLC	NETWORK SERVICES LLC	CMTN GRDN
610	Paging	NETWORK SERVICES LLC	NETWORK SERVICES LLC	CMTN GRDN
708	Paging	NETWORK SERVICES LLC	NETWORK SERVICES LLC	CMTN GRDN
757	Paging	NETWORK SERVICES LLC	NETWORK SERVICES LLC	CMTN GRDN
758	Paging	NETWORK SERVICES LLC	NETWORK SERVICES LLC	CMTN GRDN
759	Paging	NETWORK SERVICES LLC	NETWORK SERVICES LLC	CMTN GRDN
852	Paging	NETWORK SERVICES LLC	NETWORK SERVICES LLC	CMTN GRDN
807	CLEC	PAC - WEST TELECOMM, IN	PAC - WEST TELECOMM, INC.	CMTN GRDN
878	CLEC	PAC - WEST TELECOMM, IN	PAC - WEST TELECOMM, INC.	CMTN GRDN
999	CLEC	PAC - WEST TELECOMM, IN	PAC - WEST TELECOMM, INC.	CMTN GRDN
942	Unknown	SILVER STRAND ENTERPR	SILVER STRAND ENTERPRISES, LLC	CMTN GRDN
345	CMRS	SPRINT-NEXTEL	NEXTEL COMMUNICATIONS	CMTN GRDN
505	CMRS	SPRINT-NEXTEL	NEXTEL COMMUNICATIONS	CMTN GRDN
678	CMRS	SPRINT-NEXTEL	NEXTEL COMMUNICATIONS	CMTN GRDN
930	CMRS	SPRINT-NEXTEL	NEXTEL COMMUNICATIONS	CMTN GRDN
213	CMRS	SPRINT-NEXTEL	SPRINT SPECTRUM L.P.	CMTN GRDN
346	CMRS	SPRINT-NEXTEL	SPRINT SPECTRUM L.P.	CMTN GRDN
493	CMRS	SPRINT-NEXTEL	SPRINT SPECTRUM L.P.	CMTN GRDN
594	CMRS	SPRINT-NEXTEL	SPRINT SPECTRUM L.P.	CMTN GRDN
704	CMRS	SPRINT-NEXTEL	SPRINT SPECTRUM L.P.	CMTN GRDN
714	CMRS	SPRINT-NEXTEL	SPRINT SPECTRUM L.P.	CMTN GRDN
722	CMRS	SPRINT-NEXTEL	SPRINT SPECTRUM L.P.	CMTN GRDN
766	CMRS	SPRINT-NEXTEL	SPRINT SPECTRUM L.P.	CMTN GRDN
920	CMRS	T-MOBILE USA, INC.	T-MOBILE USA, INC.	CMTN GRDN
436	CLEC	U.S. TELEPACIFIC CORP. -	U.S. TELEPACIFIC CORP. - CA	CMTN GRDN
249	Paging	USA MOBILITY	ARCH WIRELESS HOLDINGS, INC.	CMTN GRDN
250	Paging	USA MOBILITY	ARCH WIRELESS HOLDINGS, INC.	CMTN GRDN
290	Paging	USA MOBILITY	ARCH WIRELESS HOLDINGS, INC.	CMTN GRDN
298	Paging	USA MOBILITY	ARCH WIRELESS HOLDINGS, INC.	CMTN GRDN
299	Paging	USA MOBILITY	ARCH WIRELESS HOLDINGS, INC.	CMTN GRDN
368	Paging	USA MOBILITY	ARCH WIRELESS HOLDINGS, INC.	CMTN GRDN
504	Paging	USA MOBILITY	ARCH WIRELESS HOLDINGS, INC.	CMTN GRDN
716	Paging	USA MOBILITY	ARCH WIRELESS HOLDINGS, INC.	CMTN GRDN
718	Paging	USA MOBILITY	ARCH WIRELESS HOLDINGS, INC.	CMTN GRDN
723	Paging	USA MOBILITY	ARCH WIRELESS HOLDINGS, INC.	CMTN GRDN
730	Paging	USA MOBILITY	ARCH WIRELESS HOLDINGS, INC.	CMTN GRDN
805	Paging	USA MOBILITY	ARCH WIRELESS HOLDINGS, INC.	CMTN GRDN
879	Paging	USA MOBILITY	ARCH WIRELESS HOLDINGS, INC.	CMTN GRDN

310 Area Code Central Office Codes--by Rate Center

NXX	Type	Parent Company	Registered Owner	Rate Center
912	Paging	USA MOBILITY	ARCH WIRELESS HOLDINGS, INC.	CMTN GRDN
960	Paging	USA MOBILITY	ARCH WIRELESS HOLDINGS, INC.	CMTN GRDN
240	Paging	USA MOBILITY	METROCALL	CMTN GRDN
307	Paging	USA MOBILITY	METROCALL	CMTN GRDN
627	Paging	USA MOBILITY	METROCALL	CMTN GRDN
685	Paging	USA MOBILITY	METROCALL	CMTN GRDN
810	Paging	USA MOBILITY	METROCALL	CMTN GRDN
400	CLEC	WINSTAR COMMUNICATIOI	WINSTAR COMMUNICATIONS, LLC - CA	CMTN GRDN
756	CLEC	XO CALIFORNIA, INC.	XO CALIFORNIA, INC.	CMTN GRDN

CULVER CITY **33 Central Office Codes**
17 ILEC — 9 CLEC — 3 CMRS — 2 Paging — 2 Other

202	ILEC	AT&T INC.	PACIFIC BELL	CULVERCITY
204	ILEC	AT&T INC.	PACIFIC BELL	CULVERCITY
244	ILEC	AT&T INC.	PACIFIC BELL	CULVERCITY
253	ILEC	AT&T INC.	PACIFIC BELL	CULVERCITY
280	ILEC	AT&T INC.	PACIFIC BELL	CULVERCITY
287	ILEC	AT&T INC.	PACIFIC BELL	CULVERCITY
558	ILEC	AT&T INC.	PACIFIC BELL	CULVERCITY
559	ILEC	AT&T INC.	PACIFIC BELL	CULVERCITY
815	ILEC	AT&T INC.	PACIFIC BELL	CULVERCITY
836	ILEC	AT&T INC.	PACIFIC BELL	CULVERCITY
837	ILEC	AT&T INC.	PACIFIC BELL	CULVERCITY
838	ILEC	AT&T INC.	PACIFIC BELL	CULVERCITY
839	ILEC	AT&T INC.	PACIFIC BELL	CULVERCITY
840	ILEC	AT&T INC.	PACIFIC BELL	CULVERCITY
841	ILEC	AT&T INC.	PACIFIC BELL	CULVERCITY
842	ILEC	AT&T INC.	PACIFIC BELL	CULVERCITY
845	ILEC	AT&T INC.	PACIFIC BELL	CULVERCITY
384	CMRS	AT&T INC.	PACIFIC BELL MOBILE SERVICES (CINGULAR)	CULVERCITY
237	CLEC	AT&T INC.	TELEPORT COMMUNICATIONS GROUP - LA (AT&T)	CULVERCITY
799	Paging	VERIZON	AIRTOUCH PAGING - CALIFORNIA	CULVERCITY
736	CLEC	VERIZON	MCI WORLDCOM COMMUNICATIONS, INC., CA (VERIZON	CULVERCITY
895	CLEC	VERIZON	MCIMETRO, ATS, INC. (VERIZON)	CULVERCITY
876	CLEC	COMCAST PHONE OF CALI	COMCAST PHONE OF CALIFORNIA, LLC - CA	CULVERCITY
934	Paging	COOK TELECOM, INC.	COOK TELECOM, INC.	CULVERCITY
485	Other	DIGITCOM SERVICES, INC.	DIGITCOM SERVICES, INC.	CULVERCITY
495	Other	DIGITCOM SERVICES, INC.	DIGITCOM SERVICES, INC.	CULVERCITY
733	CLEC	GLOBAL CROSSING LOCAL	GLOBAL CROSSING LOCAL SERVICES, INC.-CA	CULVERCITY
904	CLEC	MPOWER COMMUNICATIOI	MPOWER COMMUNICATIONS CORP. - CA	CULVERCITY
621	CMRS	SPRINT-NEXTEL	SPRINT SPECTRUM L.P.	CULVERCITY
936	CMRS	SPRINT-NEXTEL	SPRINT SPECTRUM L.P.	CULVERCITY
916	CLEC	TIME WARNER COMMUNIC	TIME WARNER COMMUNICATIONS AXS OF CALIFORNIA	CULVERCITY
425	CLEC	XO CALIFORNIA, INC.	XO CALIFORNIA, INC.	CULVERCITY
945	CLEC	XO CALIFORNIA, INC.	XO CALIFORNIA, INC.	CULVERCITY

EL SEGUNDO **38 Central Office Codes**
24 ILEC — 11 CLEC — 1 CMRS — 1 Paging — 1 Other

744	CLEC	AT&T INC.	AT&T LOCAL	EL SEGUNDO
252	ILEC	AT&T INC.	PACIFIC BELL	EL SEGUNDO
322	ILEC	AT&T INC.	PACIFIC BELL	EL SEGUNDO
333	ILEC	AT&T INC.	PACIFIC BELL	EL SEGUNDO
334	ILEC	AT&T INC.	PACIFIC BELL	EL SEGUNDO
335	ILEC	AT&T INC.	PACIFIC BELL	EL SEGUNDO

310 Area Code Central Office Codes--by Rate Center

NXX	Type	Parent Company	Registered Owner	Rate Center
336	ILEC	AT&T INC.	PACIFIC BELL	EL SEGUNDO
364	ILEC	AT&T INC.	PACIFIC BELL	EL SEGUNDO
414	ILEC	AT&T INC.	PACIFIC BELL	EL SEGUNDO
416	ILEC	AT&T INC.	PACIFIC BELL	EL SEGUNDO
426	ILEC	AT&T INC.	PACIFIC BELL	EL SEGUNDO
524	ILEC	AT&T INC.	PACIFIC BELL	EL SEGUNDO
535	ILEC	AT&T INC.	PACIFIC BELL	EL SEGUNDO
563	ILEC	AT&T INC.	PACIFIC BELL	EL SEGUNDO
606	ILEC	AT&T INC.	PACIFIC BELL	EL SEGUNDO
607	ILEC	AT&T INC.	PACIFIC BELL	EL SEGUNDO
615	ILEC	AT&T INC.	PACIFIC BELL	EL SEGUNDO
616	ILEC	AT&T INC.	PACIFIC BELL	EL SEGUNDO
640	ILEC	AT&T INC.	PACIFIC BELL	EL SEGUNDO
647	ILEC	AT&T INC.	PACIFIC BELL	EL SEGUNDO
648	ILEC	AT&T INC.	PACIFIC BELL	EL SEGUNDO
653	ILEC	AT&T INC.	PACIFIC BELL	EL SEGUNDO
662	ILEC	AT&T INC.	PACIFIC BELL	EL SEGUNDO
726	ILEC	AT&T INC.	PACIFIC BELL	EL SEGUNDO
964	ILEC	AT&T INC.	PACIFIC BELL	EL SEGUNDO
529	CMRS	AT&T INC.	PACIFIC BELL MOBILE SERVICES (CINGULAR)	EL SEGUNDO
341	CLEC	AT&T INC.	TELEPORT COMMUNICATIONS GROUP - LA (AT&T)	EL SEGUNDO
343	CLEC	AT&T INC.	TELEPORT COMMUNICATIONS GROUP - LA (AT&T)	EL SEGUNDO
765	CLEC	VERIZON	MCI WORLDCOM COMMUNICATIONS, INC., CA (VERIZON	EL SEGUNDO
955	CLEC	VERIZON	MCIMETRO, ATS, INC. (VERIZON)	EL SEGUNDO
906	Unknown	01 COMMUNICATIONS, INC	01 COMMUNICATIONS, INC. - CA	EL SEGUNDO
227	CLEC	FIRSTWORLD SO CA	FIRSTWORLD SO CA	EL SEGUNDO
321	CLEC	MPOWER COMMUNICATIOI	MPOWER COMMUNICATIONS CORP. - CA	EL SEGUNDO
797	Paging	NETWORK SERVICES LLC	NETWORK SERVICES LLC	EL SEGUNDO
469	CLEC	TIME WARNER COMMUNIC	TIME WARNER COMMUNICATIONS AXS OF CALIFORNIA	EL SEGUNDO
658	CLEC	TIME WARNER COMMUNIC	TIME WARNER COMMUNICATIONS AXS OF CALIFORNIA	EL SEGUNDO
356	CLEC	WINSTAR COMMUNICATIOI	WINSTAR COMMUNICATIONS, LLC - CA	EL SEGUNDO
760	CLEC	XO CALIFORNIA, INC.	XO CALIFORNIA, INC.	EL SEGUNDO

HAWTHORNE **30 Central Office Codes**
23 ILEC — 5 CLEC — 1 CMRS — 1 Paging — 0 Other

555	ILEC	AT&T INC.	PACIFIC BELL	GRDN0386T
219	ILEC	AT&T INC.	PACIFIC BELL	HAWTHORNE
263	ILEC	AT&T INC.	PACIFIC BELL	HAWTHORNE
297	ILEC	AT&T INC.	PACIFIC BELL	HAWTHORNE
331	ILEC	AT&T INC.	PACIFIC BELL	HAWTHORNE
332	ILEC	AT&T INC.	PACIFIC BELL	HAWTHORNE
349	ILEC	AT&T INC.	PACIFIC BELL	HAWTHORNE
355	ILEC	AT&T INC.	PACIFIC BELL	HAWTHORNE
363	ILEC	AT&T INC.	PACIFIC BELL	HAWTHORNE
536	ILEC	AT&T INC.	PACIFIC BELL	HAWTHORNE
643	ILEC	AT&T INC.	PACIFIC BELL	HAWTHORNE
644	ILEC	AT&T INC.	PACIFIC BELL	HAWTHORNE
675	ILEC	AT&T INC.	PACIFIC BELL	HAWTHORNE
676	ILEC	AT&T INC.	PACIFIC BELL	HAWTHORNE
679	ILEC	AT&T INC.	PACIFIC BELL	HAWTHORNE
725	ILEC	AT&T INC.	PACIFIC BELL	HAWTHORNE
727	ILEC	AT&T INC.	PACIFIC BELL	HAWTHORNE
812	ILEC	AT&T INC.	PACIFIC BELL	HAWTHORNE
813	ILEC	AT&T INC.	PACIFIC BELL	HAWTHORNE
814	ILEC	AT&T INC.	PACIFIC BELL	HAWTHORNE
970	ILEC	AT&T INC.	PACIFIC BELL	HAWTHORNE
973	ILEC	AT&T INC.	PACIFIC BELL	HAWTHORNE
978	ILEC	AT&T INC.	PACIFIC BELL	HAWTHORNE

310 Area Code Central Office Codes--by Rate Center

NXX	Type	Parent Company	Registered Owner	Rate Center
531	CLEC	AT&T INC.	TELEPORT COMMUNICATIONS GROUP - LA (AT&T)	HAWTHORNE
848	CMRS	VERIZON	CELLCO PARTNERSHIP DBA VERIZON WIRELESS - CA	HAWTHORNE
844	CLEC	VERIZON	MCI WORLDCOM COMMUNICATIONS, INC., CA (VERIZON	HAWTHORNE
956	CLEC	VERIZON	MCIMETRO, ATS, INC. (VERIZON)	HAWTHORNE
304	Paging	COOK TELECOM, INC.	COOK TELECOM, INC.	HAWTHORNE
706	CLEC	MPOWER COMMUNICATIOI	MPOWER COMMUNICATIONS CORP. - CA	HAWTHORNE
220	CLEC	XO CALIFORNIA, INC.	XO CALIFORNIA, INC.	HAWTHORNE

INGLEWOOD **48 Central Office Codes**

27 ILEC — 11 CLEC — 9 CMRS — 1 Paging — 0 Other

981	CLEC	AT&T INC.	AT&T LOCAL	INGLEWOOD
215	ILEC	AT&T INC.	PACIFIC BELL	INGLEWOOD
216	ILEC	AT&T INC.	PACIFIC BELL	INGLEWOOD
258	ILEC	AT&T INC.	PACIFIC BELL	INGLEWOOD
330	ILEC	AT&T INC.	PACIFIC BELL	INGLEWOOD
337	ILEC	AT&T INC.	PACIFIC BELL	INGLEWOOD
338	ILEC	AT&T INC.	PACIFIC BELL	INGLEWOOD
342	ILEC	AT&T INC.	PACIFIC BELL	INGLEWOOD
348	ILEC	AT&T INC.	PACIFIC BELL	INGLEWOOD
410	ILEC	AT&T INC.	PACIFIC BELL	INGLEWOOD
412	ILEC	AT&T INC.	PACIFIC BELL	INGLEWOOD
417	ILEC	AT&T INC.	PACIFIC BELL	INGLEWOOD
419	ILEC	AT&T INC.	PACIFIC BELL	INGLEWOOD
568	ILEC	AT&T INC.	PACIFIC BELL	INGLEWOOD
641	ILEC	AT&T INC.	PACIFIC BELL	INGLEWOOD
642	ILEC	AT&T INC.	PACIFIC BELL	INGLEWOOD
645	ILEC	AT&T INC.	PACIFIC BELL	INGLEWOOD
646	ILEC	AT&T INC.	PACIFIC BELL	INGLEWOOD
649	ILEC	AT&T INC.	PACIFIC BELL	INGLEWOOD
665	ILEC	AT&T INC.	PACIFIC BELL	INGLEWOOD
670	ILEC	AT&T INC.	PACIFIC BELL	INGLEWOOD
671	ILEC	AT&T INC.	PACIFIC BELL	INGLEWOOD
672	ILEC	AT&T INC.	PACIFIC BELL	INGLEWOOD
673	ILEC	AT&T INC.	PACIFIC BELL	INGLEWOOD
674	ILEC	AT&T INC.	PACIFIC BELL	INGLEWOOD
677	ILEC	AT&T INC.	PACIFIC BELL	INGLEWOOD
680	ILEC	AT&T INC.	PACIFIC BELL	INGLEWOOD
695	ILEC	AT&T INC.	PACIFIC BELL	INGLEWOOD
259	CMRS	AT&T INC.	PACIFIC BELL MOBILE SERVICES (CINGULAR)	INGLEWOOD
908	CMRS	AT&T INC.	PACIFIC BELL MOBILE SERVICES (CINGULAR)	INGLEWOOD
242	CLEC	AT&T INC.	TELEPORT COMMUNICATIONS GROUP - LA (AT&T)	INGLEWOOD
256	CMRS	VERIZON	CELLCO PARTNERSHIP DBA VERIZON WIRELESS - CA	INGLEWOOD
988	CMRS	VERIZON	CELLCO PARTNERSHIP DBA VERIZON WIRELESS - CA	INGLEWOOD
846	CLEC	VERIZON	MCI WORLDCOM COMMUNICATIONS, INC., CA (VERIZON	INGLEWOOD
957	CLEC	VERIZON	MCIMETRO, ATS, INC. (VERIZON)	INGLEWOOD
693	CLEC	ALLEGIANCE TELECOM, IN	ALLEGIANCE TELECOM, INC. - CA	INGLEWOOD
910	CLEC	COMCAST PHONE OF CALI	COMCAST PHONE OF CALIFORNIA, LLC - CA	INGLEWOOD
491	CLEC	FOCAL COMMUNICATIONS	FOCAL COMMUNICATIONS CORP OF CALIFORNIA	INGLEWOOD
484	CLEC	MPOWER COMMUNICATIOI	MPOWER COMMUNICATIONS CORP. - CA	INGLEWOOD
590	Paging	SPRINT-NEXTEL	NEXTEL BOOST INVESTMENT, INC.	INGLEWOOD
946	CMRS	SPRINT-NEXTEL	NEXTEL COMMUNICATIONS	INGLEWOOD
462	CMRS	SPRINT-NEXTEL	SPRINT SPECTRUM L.P.	INGLEWOOD
654	CMRS	SPRINT-NEXTEL	SPRINT SPECTRUM L.P.	INGLEWOOD
686	CMRS	SPRINT-NEXTEL	SPRINT SPECTRUM L.P.	INGLEWOOD
703	CMRS	SPRINT-NEXTEL	SPRINT SPECTRUM L.P.	INGLEWOOD
692	CLEC	TIME WARNER COMMUNIC	TIME WARNER COMMUNICATIONS AXS OF CALIFORNIA	INGLEWOOD
431	CLEC	WINSTAR COMMUNICATIOI	WINSTAR COMMUNICATIONS, LLC - CA	INGLEWOOD
743	CLEC	XO CALIFORNIA, INC.	XO CALIFORNIA, INC.	INGLEWOOD

310 Area Code Central Office Codes--by Rate Center

NXX	Type	Parent Company	Registered Owner	Rate Center
LAKEWOOD			**4 Central Office Codes**	
			0 ILEC — 0 CLEC — 1 CMRS — 3 Paging — 0 Other	
620	Paging	COOK TELECOM, INC.	COOK TELECOM, INC.	LAKEWOOD
629	CMRS	SPRINT-NEXTEL	NEXTEL COMMUNICATIONS	LAKEWOOD
870	Paging	USA MOBILITY	METROCALL	LAKEWOOD
932	Paging	USA MOBILITY	METROCALL	LAKEWOOD
LOMITA			**13 Central Office Codes**	
			9 ILEC — 3 CLEC — 1 CMRS — 0 Paging — 0 Other	
257	ILEC	AT&T INC.	PACIFIC BELL	LOMITA
325	ILEC	AT&T INC.	PACIFIC BELL	LOMITA
326	ILEC	AT&T INC.	PACIFIC BELL	LOMITA
517	ILEC	AT&T INC.	PACIFIC BELL	LOMITA
530	ILEC	AT&T INC.	PACIFIC BELL	LOMITA
534	ILEC	AT&T INC.	PACIFIC BELL	LOMITA
539	ILEC	AT&T INC.	PACIFIC BELL	LOMITA
784	ILEC	AT&T INC.	PACIFIC BELL	LOMITA
891	ILEC	AT&T INC.	PACIFIC BELL	LOMITA
997	CLEC	CBEYOND COMMUNICATIC	CBEYOND COMMUNICATIONS, LLC - CA	LOMITA
626	CLEC	COMCAST PHONE OF CALI	COMCAST PHONE OF CALIFORNIA, LLC - CA	LOMITA
986	CMRS	T-MOBILE USA, INC.	T-MOBILE USA, INC.	LOMITA
602	CLEC	XO CALIFORNIA, INC.	XO CALIFORNIA, INC.	LOMITA
MALIBU			**12 Central Office Codes**	
			7 ILEC — 4 CLEC — 1 CMRS — 0 Paging — 0 Other	
853	ILEC	AT&T INC.	PACIFIC BELL	LSAN DA 01
579	CLEC	VERIZON	MCIMETRO, ATS, INC. (VERIZON)	MALIBU
317	ILEC	VERIZON	VERIZON CALIFORNIA INC.-CA (GTE)	MALIBU
456	ILEC	VERIZON	VERIZON CALIFORNIA INC.-CA (GTE)	MALIBU
457	ILEC	VERIZON	VERIZON CALIFORNIA INC.-CA (GTE)	MALIBU
506	ILEC	VERIZON	VERIZON CALIFORNIA INC.-CA (GTE)	MALIBU
589	ILEC	VERIZON	VERIZON CALIFORNIA INC.-CA (GTE)	MALIBU
774	ILEC	VERIZON	VERIZON CALIFORNIA INC.-CA (GTE)	MALIBU
494	CLEC	GLOBAL CROSSING LOCAL	GLOBAL CROSSING LOCAL SERVICES, INC.-CA	MALIBU
359	CLEC	PAC - WEST TELECOMM, IN	PAC - WEST TELECOMM, INC.	MALIBU
919	CLEC	PAC - WEST TELECOMM, IN	PAC - WEST TELECOMM, INC.	MALIBU
924	CMRS	SPRINT-NEXTEL	SPRINT SPECTRUM L.P.	MALIBU
REDONDO			**42 Central Office Codes**	
			33 ILEC — 7 CLEC — 2 CMRS — 0 Paging — 0 Other	
303	CLEC	AT&T INC.	PACIFIC BELL - CLEC	REDONDO
683	CLEC	AT&T INC.	TELEPORT COMMUNICATIONS GROUP - LA (AT&T)	REDONDO
750	CLEC	VERIZON	MCIMETRO, ATS, INC. (VERIZON)	REDONDO
214	ILEC	VERIZON	VERIZON CALIFORNIA INC.-CA (GTE)	REDONDO
265	ILEC	VERIZON	VERIZON CALIFORNIA INC.-CA (GTE)	REDONDO
316	ILEC	VERIZON	VERIZON CALIFORNIA INC.-CA (GTE)	REDONDO
318	ILEC	VERIZON	VERIZON CALIFORNIA INC.-CA (GTE)	REDONDO
370	ILEC	VERIZON	VERIZON CALIFORNIA INC.-CA (GTE)	REDONDO
371	ILEC	VERIZON	VERIZON CALIFORNIA INC.-CA (GTE)	REDONDO
372	ILEC	VERIZON	VERIZON CALIFORNIA INC.-CA (GTE)	REDONDO
373	ILEC	VERIZON	VERIZON CALIFORNIA INC.-CA (GTE)	REDONDO
374	ILEC	VERIZON	VERIZON CALIFORNIA INC.-CA (GTE)	REDONDO

310 Area Code Central Office Codes--by Rate Center

NXX	Type	Parent Company	Registered Owner	Rate Center
375	ILEC	VERIZON	VERIZON CALIFORNIA INC.-CA (GTE)	REDONDO
376	ILEC	VERIZON	VERIZON CALIFORNIA INC.-CA (GTE)	REDONDO
377	ILEC	VERIZON	VERIZON CALIFORNIA INC.-CA (GTE)	REDONDO
378	ILEC	VERIZON	VERIZON CALIFORNIA INC.-CA (GTE)	REDONDO
379	ILEC	VERIZON	VERIZON CALIFORNIA INC.-CA (GTE)	REDONDO
406	ILEC	VERIZON	VERIZON CALIFORNIA INC.-CA (GTE)	REDONDO
465	ILEC	VERIZON	VERIZON CALIFORNIA INC.-CA (GTE)	REDONDO
540	ILEC	VERIZON	VERIZON CALIFORNIA INC.-CA (GTE)	REDONDO
541	ILEC	VERIZON	VERIZON CALIFORNIA INC.-CA (GTE)	REDONDO
542	ILEC	VERIZON	VERIZON CALIFORNIA INC.-CA (GTE)	REDONDO
543	ILEC	VERIZON	VERIZON CALIFORNIA INC.-CA (GTE)	REDONDO
544	ILEC	VERIZON	VERIZON CALIFORNIA INC.-CA (GTE)	REDONDO
545	ILEC	VERIZON	VERIZON CALIFORNIA INC.-CA (GTE)	REDONDO
546	ILEC	VERIZON	VERIZON CALIFORNIA INC.-CA (GTE)	REDONDO
791	ILEC	VERIZON	VERIZON CALIFORNIA INC.-CA (GTE)	REDONDO
792	ILEC	VERIZON	VERIZON CALIFORNIA INC.-CA (GTE)	REDONDO
793	ILEC	VERIZON	VERIZON CALIFORNIA INC.-CA (GTE)	REDONDO
796	ILEC	VERIZON	VERIZON CALIFORNIA INC.-CA (GTE)	REDONDO
798	ILEC	VERIZON	VERIZON CALIFORNIA INC.-CA (GTE)	REDONDO
802	ILEC	VERIZON	VERIZON CALIFORNIA INC.-CA (GTE)	REDONDO
921	ILEC	VERIZON	VERIZON CALIFORNIA INC.-CA (GTE)	REDONDO
937	ILEC	VERIZON	VERIZON CALIFORNIA INC.-CA (GTE)	REDONDO
939	ILEC	VERIZON	VERIZON CALIFORNIA INC.-CA (GTE)	REDONDO
944	ILEC	VERIZON	VERIZON CALIFORNIA INC.-CA (GTE)	REDONDO
698	CLEC	MPOWER COMMUNICATIOI	MPOWER COMMUNICATIONS CORP. - CA	REDONDO
896	CLEC	MPOWER COMMUNICATIOI	MPOWER COMMUNICATIONS CORP. - CA	REDONDO
421	CLEC	PAC - WEST TELECOMM, IN	PAC - WEST TELECOMM, INC.	REDONDO
863	CMRS	SPRINT-NEXTEL	NEXTEL COMMUNICATIONS	REDONDO
947	CMRS	SPRINT-NEXTEL	NEXTEL COMMUNICATIONS	REDONDO
697	CLEC	XO CALIFORNIA, INC.	XO CALIFORNIA, INC.	REDONDO

SAN PEDRO	**32 Central Office Codes**
	22 ILEC — 6 CLEC — 3 CMRS — 0 Paging — 1 Other

221	ILEC	AT&T INC.	PACIFIC BELL	SAN PEDRO
233	ILEC	AT&T INC.	PACIFIC BELL	SAN PEDRO
241	ILEC	AT&T INC.	PACIFIC BELL	SAN PEDRO
513	ILEC	AT&T INC.	PACIFIC BELL	SAN PEDRO
514	ILEC	AT&T INC.	PACIFIC BELL	SAN PEDRO
518	ILEC	AT&T INC.	PACIFIC BELL	SAN PEDRO
519	ILEC	AT&T INC.	PACIFIC BELL	SAN PEDRO
521	ILEC	AT&T INC.	PACIFIC BELL	SAN PEDRO
522	ILEC	AT&T INC.	PACIFIC BELL	SAN PEDRO
547	ILEC	AT&T INC.	PACIFIC BELL	SAN PEDRO
548	ILEC	AT&T INC.	PACIFIC BELL	SAN PEDRO
549	ILEC	AT&T INC.	PACIFIC BELL	SAN PEDRO
732	ILEC	AT&T INC.	PACIFIC BELL	SAN PEDRO
816	ILEC	AT&T INC.	PACIFIC BELL	SAN PEDRO
830	ILEC	AT&T INC.	PACIFIC BELL	SAN PEDRO
831	ILEC	AT&T INC.	PACIFIC BELL	SAN PEDRO
832	ILEC	AT&T INC.	PACIFIC BELL	SAN PEDRO
833	ILEC	AT&T INC.	PACIFIC BELL	SAN PEDRO
834	ILEC	AT&T INC.	PACIFIC BELL	SAN PEDRO
835	ILEC	AT&T INC.	PACIFIC BELL	SAN PEDRO
847	ILEC	AT&T INC.	PACIFIC BELL	SAN PEDRO
952	ILEC	AT&T INC.	PACIFIC BELL	SAN PEDRO
507	CLEC	VERIZON	MCI WORLDCOM COMMUNICATIONS, INC., CA (VERIZON	SAN PEDRO
971	CLEC	VERIZON	MCIMETRO, ATS, INC. (VERIZON)	SAN PEDRO
427	CLEC	COMCAST PHONE OF CALI	COMCAST PHONE OF CALIFORNIA, LLC - CA	SAN PEDRO

310 Area Code Central Office Codes--by Rate Center

NXX	Type	Parent Company	Registered Owner	Rate Center
984	CLEC	FOCAL COMMUNICATIONS	FOCAL COMMUNICATIONS CORP OF CALIFORNIA	SAN PEDRO
684	Unknown	FONES 4 ALL CORP - CA	FONES 4 ALL CORP - CA	SAN PEDRO
707	CLEC	MPOWER COMMUNICATIOI	MPOWER COMMUNICATIONS CORP. - CA	SAN PEDRO
872	CLEC	RCN TELECOM SERVICES I	RCN TELECOM SERVICES INC.	SAN PEDRO
809	CMRS	SPRINT-NEXTEL	SPRINT SPECTRUM L.P.	SAN PEDRO
982	CMRS	SPRINT-NEXTEL	SPRINT SPECTRUM L.P.	SAN PEDRO
987	CMRS	SPRINT-NEXTEL	SPRINT SPECTRUM L.P.	SAN PEDRO

SANTA MONICA MAR VISTA **53 Central Office Codes**
22 ILEC — 9 CLEC — 22 CMRS — 0 Paging — 0 Other

482	CLEC	AT&T INC.	PACIFIC BELL - CLEC	SNMN MRVS
383	CMRS	AT&T INC.	PACIFIC BELL MOBILE SERVICES (CINGULAR)	SNMN MRVS
754	CLEC	AT&T INC.	TELEPORT COMMUNICATIONS GROUP - LA (AT&T)	SNMN MRVS
339	CMRS	VERIZON	CELLCO PARTNERSHIP DBA VERIZON WIRELESS - CA	SNMN MRVS
351	CMRS	VERIZON	CELLCO PARTNERSHIP DBA VERIZON WIRELESS - CA	SNMN MRVS
367	CMRS	VERIZON	CELLCO PARTNERSHIP DBA VERIZON WIRELESS - CA	SNMN MRVS
422	CMRS	VERIZON	CELLCO PARTNERSHIP DBA VERIZON WIRELESS - CA	SNMN MRVS
429	CMRS	VERIZON	CELLCO PARTNERSHIP DBA VERIZON WIRELESS - CA	SNMN MRVS
433	CMRS	VERIZON	CELLCO PARTNERSHIP DBA VERIZON WIRELESS - CA	SNMN MRVS
486	CMRS	VERIZON	CELLCO PARTNERSHIP DBA VERIZON WIRELESS - CA	SNMN MRVS
487	CMRS	VERIZON	CELLCO PARTNERSHIP DBA VERIZON WIRELESS - CA	SNMN MRVS
488	CMRS	VERIZON	CELLCO PARTNERSHIP DBA VERIZON WIRELESS - CA	SNMN MRVS
490	CMRS	VERIZON	CELLCO PARTNERSHIP DBA VERIZON WIRELESS - CA	SNMN MRVS
560	CMRS	VERIZON	CELLCO PARTNERSHIP DBA VERIZON WIRELESS - CA	SNMN MRVS
569	CMRS	VERIZON	CELLCO PARTNERSHIP DBA VERIZON WIRELESS - CA	SNMN MRVS
625	CMRS	VERIZON	CELLCO PARTNERSHIP DBA VERIZON WIRELESS - CA	SNMN MRVS
740	CMRS	VERIZON	CELLCO PARTNERSHIP DBA VERIZON WIRELESS - CA	SNMN MRVS
741	CMRS	VERIZON	CELLCO PARTNERSHIP DBA VERIZON WIRELESS - CA	SNMN MRVS
776	CMRS	VERIZON	CELLCO PARTNERSHIP DBA VERIZON WIRELESS - CA	SNMN MRVS
913	CMRS	VERIZON	CELLCO PARTNERSHIP DBA VERIZON WIRELESS - CA	SNMN MRVS
922	CMRS	VERIZON	CELLCO PARTNERSHIP DBA VERIZON WIRELESS - CA	SNMN MRVS
963	CMRS	VERIZON	CELLCO PARTNERSHIP DBA VERIZON WIRELESS - CA	SNMN MRVS
968	CMRS	VERIZON	CELLCO PARTNERSHIP DBA VERIZON WIRELESS - CA	SNMN MRVS
751	CLEC	VERIZON	MCIMETRO, ATS, INC. (VERIZON)	SNMN MRVS
301	ILEC	VERIZON	VERIZON CALIFORNIA INC.-CA (GTE)	SNMN MRVS
302	ILEC	VERIZON	VERIZON CALIFORNIA INC.-CA (GTE)	SNMN MRVS
305	ILEC	VERIZON	VERIZON CALIFORNIA INC.-CA (GTE)	SNMN MRVS
306	ILEC	VERIZON	VERIZON CALIFORNIA INC.-CA (GTE)	SNMN MRVS
313	ILEC	VERIZON	VERIZON CALIFORNIA INC.-CA (GTE)	SNMN MRVS
390	ILEC	VERIZON	VERIZON CALIFORNIA INC.-CA (GTE)	SNMN MRVS
391	ILEC	VERIZON	VERIZON CALIFORNIA INC.-CA (GTE)	SNMN MRVS
397	ILEC	VERIZON	VERIZON CALIFORNIA INC.-CA (GTE)	SNMN MRVS
398	ILEC	VERIZON	VERIZON CALIFORNIA INC.-CA (GTE)	SNMN MRVS
439	ILEC	VERIZON	VERIZON CALIFORNIA INC.-CA (GTE)	SNMN MRVS
448	ILEC	VERIZON	VERIZON CALIFORNIA INC.-CA (GTE)	SNMN MRVS
572	ILEC	VERIZON	VERIZON CALIFORNIA INC.-CA (GTE)	SNMN MRVS
574	ILEC	VERIZON	VERIZON CALIFORNIA INC.-CA (GTE)	SNMN MRVS
577	ILEC	VERIZON	VERIZON CALIFORNIA INC.-CA (GTE)	SNMN MRVS
578	ILEC	VERIZON	VERIZON CALIFORNIA INC.-CA (GTE)	SNMN MRVS
636	ILEC	VERIZON	VERIZON CALIFORNIA INC.-CA (GTE)	SNMN MRVS
737	ILEC	VERIZON	VERIZON CALIFORNIA INC.-CA (GTE)	SNMN MRVS
821	ILEC	VERIZON	VERIZON CALIFORNIA INC.-CA (GTE)	SNMN MRVS
822	ILEC	VERIZON	VERIZON CALIFORNIA INC.-CA (GTE)	SNMN MRVS
823	ILEC	VERIZON	VERIZON CALIFORNIA INC.-CA (GTE)	SNMN MRVS
827	ILEC	VERIZON	VERIZON CALIFORNIA INC.-CA (GTE)	SNMN MRVS
915	ILEC	VERIZON	VERIZON CALIFORNIA INC.-CA (GTE)	SNMN MRVS
745	CLEC	COMCAST PHONE OF CALI	COMCAST PHONE OF CALIFORNIA, LLC - CA	SNMN MRVS
773	CLEC	LEVEL 3 COMMUNICATION	LEVEL 3 COMMUNICATIONS, LLC - CA	SNMN MRVS

310 Area Code Central Office Codes--by Rate Center

NXX	Type	Parent Company	Registered Owner	Rate Center
881	CLEC	MPOWER COMMUNICATIOI	MPOWER COMMUNICATIONS CORP. - CA	SNMN MRVS
862	CLEC	PAC - WEST TELECOMM, IN	PAC - WEST TELECOMM, INC.	SNMN MRVS
902	CMRS	SPRINT-NEXTEL	SPRINT SPECTRUM L.P.	SNMN MRVS
591	CLEC	TIME WARNER TELECOM C	TIME WARNER TELECOM OF CALIFORNIA, LP - CA	SNMN MRVS
437	CLEC	XO CALIFORNIA, INC.	XO CALIFORNIA, INC.	SNMN MRVS

SANTA MONICA-MAIN **88 Central Office Codes**
39 ILEC — 17 CLEC — 16 CMRS — 15 Paging — 1 Other

633	CLEC	AT&T INC.	AT&T LOCAL	SNMN SNMN
463	CMRS	AT&T INC.	BLUE LICENSES HOLDING, LLC (CINGULAR)	SNMN SNMN
699	CMRS	AT&T INC.	BLUE LICENSES HOLDING, LLC (CINGULAR)	SNMN SNMN
795	CMRS	AT&T INC.	BLUE LICENSES HOLDING, LLC (CINGULAR)	SNMN SNMN
255	CLEC	AT&T INC.	PACIFIC BELL - CLEC	SNMN SNMN
865	CLEC	AT&T INC.	PACIFIC BELL - CLEC	SNMN SNMN
266	CMRS	AT&T INC.	PACIFIC BELL MOBILE SERVICES (CINGULAR)	SNMN SNMN
804	CMRS	AT&T INC.	PACIFIC BELL MOBILE SERVICES (CINGULAR)	SNMN SNMN
309	CLEC	AT&T INC.	TELEPORT COMMUNICATIONS GROUP - LA (AT&T)	SNMN SNMN
526	CLEC	VERIZON	MCI WORLDCOM COMMUNICATIONS, INC., CA (VERIZON	SNMN SNMN
752	CLEC	VERIZON	MCIMETRO, ATS, INC. (VERIZON)	SNMN SNMN
907	CLEC	VERIZON	MCIMETRO, ATS, INC. (VERIZON)	SNMN SNMN
230	ILEC	VERIZON	VERIZON CALIFORNIA INC.-CA (GTE)	SNMN SNMN
260	ILEC	VERIZON	VERIZON CALIFORNIA INC.-CA (GTE)	SNMN SNMN
264	ILEC	VERIZON	VERIZON CALIFORNIA INC.-CA (GTE)	SNMN SNMN
267	ILEC	VERIZON	VERIZON CALIFORNIA INC.-CA (GTE)	SNMN SNMN
314	ILEC	VERIZON	VERIZON CALIFORNIA INC.-CA (GTE)	SNMN SNMN
315	ILEC	VERIZON	VERIZON CALIFORNIA INC.-CA (GTE)	SNMN SNMN
319	ILEC	VERIZON	VERIZON CALIFORNIA INC.-CA (GTE)	SNMN SNMN
392	ILEC	VERIZON	VERIZON CALIFORNIA INC.-CA (GTE)	SNMN SNMN
393	ILEC	VERIZON	VERIZON CALIFORNIA INC.-CA (GTE)	SNMN SNMN
394	ILEC	VERIZON	VERIZON CALIFORNIA INC.-CA (GTE)	SNMN SNMN
395	ILEC	VERIZON	VERIZON CALIFORNIA INC.-CA (GTE)	SNMN SNMN
396	ILEC	VERIZON	VERIZON CALIFORNIA INC.-CA (GTE)	SNMN SNMN
399	ILEC	VERIZON	VERIZON CALIFORNIA INC.-CA (GTE)	SNMN SNMN
434	ILEC	VERIZON	VERIZON CALIFORNIA INC.-CA (GTE)	SNMN SNMN
449	ILEC	VERIZON	VERIZON CALIFORNIA INC.-CA (GTE)	SNMN SNMN
450	ILEC	VERIZON	VERIZON CALIFORNIA INC.-CA (GTE)	SNMN SNMN
451	ILEC	VERIZON	VERIZON CALIFORNIA INC.-CA (GTE)	SNMN SNMN
452	ILEC	VERIZON	VERIZON CALIFORNIA INC.-CA (GTE)	SNMN SNMN
453	ILEC	VERIZON	VERIZON CALIFORNIA INC.-CA (GTE)	SNMN SNMN
454	ILEC	VERIZON	VERIZON CALIFORNIA INC.-CA (GTE)	SNMN SNMN
455	ILEC	VERIZON	VERIZON CALIFORNIA INC.-CA (GTE)	SNMN SNMN
458	ILEC	VERIZON	VERIZON CALIFORNIA INC.-CA (GTE)	SNMN SNMN
459	ILEC	VERIZON	VERIZON CALIFORNIA INC.-CA (GTE)	SNMN SNMN
570	ILEC	VERIZON	VERIZON CALIFORNIA INC.-CA (GTE)	SNMN SNMN
573	ILEC	VERIZON	VERIZON CALIFORNIA INC.-CA (GTE)	SNMN SNMN
576	ILEC	VERIZON	VERIZON CALIFORNIA INC.-CA (GTE)	SNMN SNMN
581	ILEC	VERIZON	VERIZON CALIFORNIA INC.-CA (GTE)	SNMN SNMN
582	ILEC	VERIZON	VERIZON CALIFORNIA INC.-CA (GTE)	SNMN SNMN
584	ILEC	VERIZON	VERIZON CALIFORNIA INC.-CA (GTE)	SNMN SNMN
586	ILEC	VERIZON	VERIZON CALIFORNIA INC.-CA (GTE)	SNMN SNMN
587	ILEC	VERIZON	VERIZON CALIFORNIA INC.-CA (GTE)	SNMN SNMN
656	ILEC	VERIZON	VERIZON CALIFORNIA INC.-CA (GTE)	SNMN SNMN
664	ILEC	VERIZON	VERIZON CALIFORNIA INC.-CA (GTE)	SNMN SNMN
828	ILEC	VERIZON	VERIZON CALIFORNIA INC.-CA (GTE)	SNMN SNMN
829	ILEC	VERIZON	VERIZON CALIFORNIA INC.-CA (GTE)	SNMN SNMN
866	ILEC	VERIZON	VERIZON CALIFORNIA INC.-CA (GTE)	SNMN SNMN
899	ILEC	VERIZON	VERIZON CALIFORNIA INC.-CA (GTE)	SNMN SNMN
917	ILEC	VERIZON	VERIZON CALIFORNIA INC.-CA (GTE)	SNMN SNMN

310 Area Code Central Office Codes--by Rate Center

NXX	Type	Parent Company	Registered Owner	Rate Center
998	ILEC	VERIZON	VERIZON CALIFORNIA INC.-CA (GTE)	SNMN SNMN
593	CLEC	ALLEGIANCE TELECOM, IN	ALLEGIANCE TELECOM, INC. - CA	SNMN SNMN
401	CLEC	COMCAST PHONE OF CALI	COMCAST PHONE OF CALIFORNIA, LLC - CA	SNMN SNMN
269	Paging	COOK TELECOM, INC.	COOK TELECOM, INC.	SNMN SNMN
554	Paging	COOK TELECOM, INC.	COOK TELECOM, INC.	SNMN SNMN
580	CLEC	FOCAL COMMUNICATIONS	FOCAL COMMUNICATIONS CORP OF CALIFORNIA	SNMN SNMN
883	CLEC	MPOWER COMMUNICATIOI	MPOWER COMMUNICATIONS CORP. - CA	SNMN SNMN
905	Paging	NETWORK SERVICES LLC	NETWORK SERVICES LLC	SNMN SNMN
496	CLEC	PAC - WEST TELECOMM, IN	PAC - WEST TELECOMM, INC.	SNMN SNMN
564	CLEC	PAC - WEST TELECOMM, IN	PAC - WEST TELECOMM, INC.	SNMN SNMN
583	Unknown	SILVER STRAND ENTERPR	SILVER STRAND ENTERPRISES, LLC	SNMN SNMN
261	CMRS	SPRINT-NEXTEL	NEXTEL COMMUNICATIONS	SNMN SNMN
420	CMRS	SPRINT-NEXTEL	NEXTEL COMMUNICATIONS	SNMN SNMN
466	CMRS	SPRINT-NEXTEL	NEXTEL COMMUNICATIONS	SNMN SNMN
628	CMRS	SPRINT-NEXTEL	NEXTEL COMMUNICATIONS	SNMN SNMN
877	CMRS	SPRINT-NEXTEL	NEXTEL COMMUNICATIONS	SNMN SNMN
403	CMRS	SPRINT-NEXTEL	SPRINT SPECTRUM L.P.	SNMN SNMN
428	CMRS	SPRINT-NEXTEL	SPRINT SPECTRUM L.P.	SNMN SNMN
663	CMRS	SPRINT-NEXTEL	SPRINT SPECTRUM L.P.	SNMN SNMN
382	CLEC	TIME WARNER TELECOM C	TIME WARNER TELECOM OF CALIFORNIA, LP - CA	SNMN SNMN
430	CMRS	T-MOBILE USA, INC.	T-MOBILE USA, INC.	SNMN SNMN
980	CMRS	T-MOBILE USA, INC.	T-MOBILE USA, INC.	SNMN SNMN
985	CMRS	T-MOBILE USA, INC.	T-MOBILE USA, INC.	SNMN SNMN
566	CLEC	U.S. TELEPACIFIC CORP. -	U.S. TELEPACIFIC CORP. - CA	SNMN SNMN
857	CLEC	U.S. TELEPACIFIC CORP. -	U.S. TELEPACIFIC CORP. - CA	SNMN SNMN
236	Paging	USA MOBILITY	ARCH WIRELESS HOLDINGS, INC.	SNMN SNMN
238	Paging	USA MOBILITY	ARCH WIRELESS HOLDINGS, INC.	SNMN SNMN
239	Paging	USA MOBILITY	ARCH WIRELESS HOLDINGS, INC.	SNMN SNMN
262	Paging	USA MOBILITY	ARCH WIRELESS HOLDINGS, INC.	SNMN SNMN
585	Paging	USA MOBILITY	ARCH WIRELESS HOLDINGS, INC.	SNMN SNMN
790	Paging	USA MOBILITY	ARCH WIRELESS HOLDINGS, INC.	SNMN SNMN
875	Paging	USA MOBILITY	ARCH WIRELESS HOLDINGS, INC.	SNMN SNMN
935	Paging	USA MOBILITY	ARCH WIRELESS HOLDINGS, INC.	SNMN SNMN
992	Paging	USA MOBILITY	ARCH WIRELESS HOLDINGS, INC.	SNMN SNMN
232	Paging	USA MOBILITY	METROCALL	SNMN SNMN
565	Paging	USA MOBILITY	METROCALL	SNMN SNMN
588	Paging	USA MOBILITY	METROCALL	SNMN SNMN
460	CLEC	XO CALIFORNIA, INC.	XO CALIFORNIA, INC.	SNMN SNMN

TORRANCE **34 Central Office Codes**

14 ILEC — 11 CLEC — 7 CMRS — 2 Paging — 0 Other

619	CLEC	AT&T INC.	AT&T LOCAL	TORRANCE
212	ILEC	AT&T INC.	PACIFIC BELL	TORRANCE
222	ILEC	AT&T INC.	PACIFIC BELL	TORRANCE
224	ILEC	AT&T INC.	PACIFIC BELL	TORRANCE
320	ILEC	AT&T INC.	PACIFIC BELL	TORRANCE
328	ILEC	AT&T INC.	PACIFIC BELL	TORRANCE
381	ILEC	AT&T INC.	PACIFIC BELL	TORRANCE
468	ILEC	AT&T INC.	PACIFIC BELL	TORRANCE
533	ILEC	AT&T INC.	PACIFIC BELL	TORRANCE
618	ILEC	AT&T INC.	PACIFIC BELL	TORRANCE
781	ILEC	AT&T INC.	PACIFIC BELL	TORRANCE
782	ILEC	AT&T INC.	PACIFIC BELL	TORRANCE
783	ILEC	AT&T INC.	PACIFIC BELL	TORRANCE
787	ILEC	AT&T INC.	PACIFIC BELL	TORRANCE
972	ILEC	AT&T INC.	PACIFIC BELL	TORRANCE
408	CMRS	AT&T INC.	PACIFIC BELL MOBILE SERVICES (CINGULAR)	TORRANCE
938	CMRS	AT&T INC.	PACIFIC BELL MOBILE SERVICES (CINGULAR)	TORRANCE

310 Area Code Central Office Codes--by Rate Center

NXX	Type	Parent Company	Registered Owner	Rate Center
357	CLEC	AT&T INC.	TELEPORT COMMUNICATIONS GROUP - LA (AT&T)	TORRANCE
931	Paging	VERIZON	AIRTOUCH PAGING - CALIFORNIA	TORRANCE
961	CMRS	VERIZON	CELLCO PARTNERSHIP DBA VERIZON WIRELESS - CA	TORRANCE
953	CLEC	VERIZON	MCI WORLDCOM COMMUNICATIONS, INC., CA (VERIZON	TORRANCE
974	CLEC	VERIZON	MCIMETRO, ATS, INC. (VERIZON)	TORRANCE
340	Paging	COOK TELECOM, INC.	COOK TELECOM, INC.	TORRANCE
347	CLEC	FIRSTWORLD SO CA	FIRSTWORLD SO CA	TORRANCE
483	CLEC	FIRSTWORLD SO CA	FIRSTWORLD SO CA	TORRANCE
294	CLEC	FOCAL COMMUNICATIONS	FOCAL COMMUNICATIONS CORP OF CALIFORNIA	TORRANCE
755	CLEC	MPOWER COMMUNICATIOI	MPOWER COMMUNICATIONS CORP. - CA	TORRANCE
634	CLEC	PAC - WEST TELECOMM, IN	PAC - WEST TELECOMM, INC.	TORRANCE
350	CMRS	SPRINT-NEXTEL	NEXTEL COMMUNICATIONS	TORRANCE
901	CMRS	SPRINT-NEXTEL	NEXTEL COMMUNICATIONS	TORRANCE
803	CLEC	TIME WARNER COMMUNIC	TIME WARNER COMMUNICATIONS AXS OF CALIFORNIA	TORRANCE
561	CMRS	T-MOBILE USA, INC.	T-MOBILE USA, INC.	TORRANCE
951	CMRS	T-MOBILE USA, INC.	T-MOBILE USA, INC.	TORRANCE
218	CLEC	XO CALIFORNIA, INC.	XO CALIFORNIA, INC.	TORRANCE

WEST LOS ANGELES **67 Central Office Codes**
39 ILEC — 18 CLEC — 8 CMRS — 1 Paging — 1 Other

562	CMRS	AT&T INC.	BLUE LICENSES HOLDING, LLC (CINGULAR)	W ANGELES
948	CMRS	AT&T INC.	BLUE LICENSES HOLDING, LLC (CINGULAR)	W ANGELES
481	CLEC	AT&T INC.	PACIFIC BELL - CLEC	W ANGELES
983	CLEC	AT&T INC.	PACIFIC BELL - CLEC	W ANGELES
210	CMRS	AT&T INC.	PACIFIC BELL MOBILE SERVICES (CINGULAR)	W ANGELES
592	CMRS	AT&T INC.	PACIFIC BELL MOBILE SERVICES (CINGULAR)	W ANGELES
869	CMRS	AT&T INC.	PACIFIC BELL MOBILE SERVICES (CINGULAR)	W ANGELES
923	CMRS	AT&T INC.	PACIFIC BELL MOBILE SERVICES (CINGULAR)	W ANGELES
689	CLEC	AT&T INC.	TELEPORT COMMUNICATIONS GROUP - LA (AT&T)	W ANGELES
903	CMRS	VERIZON	CELLCO PARTNERSHIP DBA VERIZON WIRELESS - CA	W ANGELES
954	CLEC	VERIZON	MCI WORLDCOM COMMUNICATIONS, INC., CA (VERIZON	W ANGELES
254	CLEC	VERIZON	MCIMETRO, ATS, INC. (VERIZON)	W ANGELES
893	CLEC	VERIZON	MCIMETRO, ATS, INC. (VERIZON)	W ANGELES
206	ILEC	VERIZON	VERIZON CALIFORNIA INC.-CA (GTE)	W ANGELES
207	ILEC	VERIZON	VERIZON CALIFORNIA INC.-CA (GTE)	W ANGELES
208	ILEC	VERIZON	VERIZON CALIFORNIA INC.-CA (GTE)	W ANGELES
209	ILEC	VERIZON	VERIZON CALIFORNIA INC.-CA (GTE)	W ANGELES
231	ILEC	VERIZON	VERIZON CALIFORNIA INC.-CA (GTE)	W ANGELES
234	ILEC	VERIZON	VERIZON CALIFORNIA INC.-CA (GTE)	W ANGELES
235	ILEC	VERIZON	VERIZON CALIFORNIA INC.-CA (GTE)	W ANGELES
268	ILEC	VERIZON	VERIZON CALIFORNIA INC.-CA (GTE)	W ANGELES
312	ILEC	VERIZON	VERIZON CALIFORNIA INC.-CA (GTE)	W ANGELES
440	ILEC	VERIZON	VERIZON CALIFORNIA INC.-CA (GTE)	W ANGELES
441	ILEC	VERIZON	VERIZON CALIFORNIA INC.-CA (GTE)	W ANGELES
442	ILEC	VERIZON	VERIZON CALIFORNIA INC.-CA (GTE)	W ANGELES
443	ILEC	VERIZON	VERIZON CALIFORNIA INC.-CA (GTE)	W ANGELES
444	ILEC	VERIZON	VERIZON CALIFORNIA INC.-CA (GTE)	W ANGELES
445	ILEC	VERIZON	VERIZON CALIFORNIA INC.-CA (GTE)	W ANGELES
446	ILEC	VERIZON	VERIZON CALIFORNIA INC.-CA (GTE)	W ANGELES
447	ILEC	VERIZON	VERIZON CALIFORNIA INC.-CA (GTE)	W ANGELES
470	ILEC	VERIZON	VERIZON CALIFORNIA INC.-CA (GTE)	W ANGELES
471	ILEC	VERIZON	VERIZON CALIFORNIA INC.-CA (GTE)	W ANGELES
472	ILEC	VERIZON	VERIZON CALIFORNIA INC.-CA (GTE)	W ANGELES
473	ILEC	VERIZON	VERIZON CALIFORNIA INC.-CA (GTE)	W ANGELES
474	ILEC	VERIZON	VERIZON CALIFORNIA INC.-CA (GTE)	W ANGELES
475	ILEC	VERIZON	VERIZON CALIFORNIA INC.-CA (GTE)	W ANGELES
476	ILEC	VERIZON	VERIZON CALIFORNIA INC.-CA (GTE)	W ANGELES
477	ILEC	VERIZON	VERIZON CALIFORNIA INC.-CA (GTE)	W ANGELES

310 Area Code Central Office Codes--by Rate Center

NXX	Type	Parent Company	Registered Owner	Rate Center
478	ILEC	VERIZON	VERIZON CALIFORNIA INC.-CA (GTE)	W ANGELES
479	ILEC	VERIZON	VERIZON CALIFORNIA INC.-CA (GTE)	W ANGELES
571	ILEC	VERIZON	VERIZON CALIFORNIA INC.-CA (GTE)	W ANGELES
575	ILEC	VERIZON	VERIZON CALIFORNIA INC.-CA (GTE)	W ANGELES
794	ILEC	VERIZON	VERIZON CALIFORNIA INC.-CA (GTE)	W ANGELES
820	ILEC	VERIZON	VERIZON CALIFORNIA INC.-CA (GTE)	W ANGELES
824	ILEC	VERIZON	VERIZON CALIFORNIA INC.-CA (GTE)	W ANGELES
825	ILEC	VERIZON	VERIZON CALIFORNIA INC.-CA (GTE)	W ANGELES
826	ILEC	VERIZON	VERIZON CALIFORNIA INC.-CA (GTE)	W ANGELES
889	ILEC	VERIZON	VERIZON CALIFORNIA INC.-CA (GTE)	W ANGELES
914	ILEC	VERIZON	VERIZON CALIFORNIA INC.-CA (GTE)	W ANGELES
966	ILEC	VERIZON	VERIZON CALIFORNIA INC.-CA (GTE)	W ANGELES
979	ILEC	VERIZON	VERIZON CALIFORNIA INC.-CA (GTE)	W ANGELES
996	ILEC	VERIZON	VERIZON CALIFORNIA INC.-CA (GTE)	W ANGELES
694	CLEC	COMCAST PHONE OF CALI	COMCAST PHONE OF CALIFORNIA, LLC - CA	W ANGELES
295	CLEC	FOCAL COMMUNICATIONS	FOCAL COMMUNICATIONS CORP OF CALIFORNIA	W ANGELES
405	CLEC	INTEGRATED COMMUNICA	INTEGRATED COMMUNICATIONS CONSULTANTS, INC. -	W ANGELES
597	CLEC	LEVEL 3 COMMUNICATION	LEVEL 3 COMMUNICATIONS, LLC - CA	W ANGELES
696	CLEC	MPOWER COMMUNICATIOI	MPOWER COMMUNICATIONS CORP. - CA	W ANGELES
873	CLEC	MPOWER COMMUNICATIOI	MPOWER COMMUNICATIONS CORP. - CA	W ANGELES
655	Paging	NETWORK SERVICES LLC	NETWORK SERVICES LLC	W ANGELES
943	CLEC	PAC - WEST TELECOMM, IN	PAC - WEST TELECOMM, INC.	W ANGELES
690	VoIP	SHELCOMM	SHELCOMM	W ANGELES
709	CMRS	SPRINT-NEXTEL	SPRINT SPECTRUM L.P.	W ANGELES
500	CLEC	TIME WARNER TELECOM C	TIME WARNER TELECOM OF CALIFORNIA, LP - CA	W ANGELES
806	CLEC	U.S. TELEPACIFIC CORP. -	U.S. TELEPACIFIC CORP. - CA	W ANGELES
622	CLEC	WINSTAR COMMUNICATIOI	WINSTAR COMMUNICATIONS, LLC - CA	W ANGELES
882	CLEC	WINSTAR COMMUNICATIOI	WINSTAR COMMUNICATIONS, LLC - CA	W ANGELES
909	CLEC	XO CALIFORNIA, INC.	XO CALIFORNIA, INC.	W ANGELES

UNASSIGNABLE CODES	**17 Central Office Codes**

520	ILEC	AT&T INC.	PACIFIC BELL
211		UNASSIGNABLE	UNASSIGNABLE
310		UNASSIGNABLE	UNASSIGNABLE
311		UNASSIGNABLE	UNASSIGNABLE
411		UNASSIGNABLE	UNASSIGNABLE
424		UNASSIGNABLE	UNASSIGNABLE
511		UNASSIGNABLE	UNASSIGNABLE
611		UNASSIGNABLE	UNASSIGNABLE
700		UNASSIGNABLE	UNASSIGNABLE
711		UNASSIGNABLE	UNASSIGNABLE
775		UNASSIGNABLE	UNASSIGNABLE
811		UNASSIGNABLE	UNASSIGNABLE
911		UNASSIGNABLE	UNASSIGNABLE
950		UNASSIGNABLE	UNASSIGNABLE
958		UNASSIGNABLE	UNASSIGNABLE
959		UNASSIGNABLE	UNASSIGNABLE
976		UNASSIGNABLE	UNASSIGNABLE

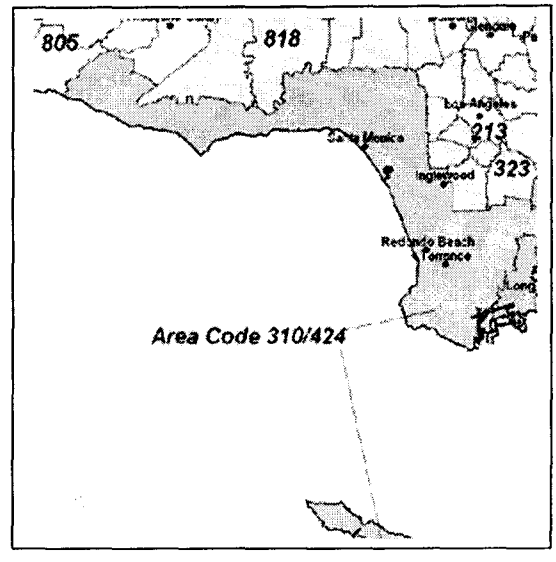
Exhibit B

Public Education Plan Approved Letter

Area Code Overlay Approved for 310 Area Code

To accommodate the growing need for telephone numbers, the 424 area code will be added to the area served by 310. ***Get ready to change the way you dial your calls!***

Who Will be Affected?
The new 424 area code will serve customers in the same geographic region as the current 310 area code, which includes the Westside and South Bay area of Los Angeles County and a small portion of Ventura County. This is known as an area code overlay.



What is an Area Code Overlay?
An overlay is the addition of another area code (424) to the same geographic region as an existing area code (310). **An overlay does not require customers to change their existing area code.**

What Will be the New Dialing Procedure?
To complete calls from a **landline phone**, the new dialing procedure requires callers to dial 1 + area code + telephone number. This means that all calls in the 310 area code that are currently dialed with seven digits will need to be dialed using 1+ area code + telephone number.

To complete calls from a **cellular or mobile phone**, callers may dial the area code + telephone number or 1 + area code and telephone number whenever placing a call from a phone number with the 310 or 424 area code.

When Will the Change Begin?
Effective **December 31, 2005**, you should begin using the new dialing procedure whenever you place a call from the 310 area code. If you forget and use the old dialing procedure of dialing just seven digits, your call will still be completed.

Beginning **July 26, 2006**, you **must** use the new dialing procedure for all calls. After this date, if you do not use the new dialing procedure, your call will not be completed, and a recording will instruct you to hang up and dial again.

Beginning **August 26, 2006**, new telephone lines or services may be assigned numbers with the 424 area code.

What Will You Need to Do?
In addition to changing your dialing procedure, all services, automatic dialing equipment, or other types of equipment that are programmed with a 7-digit number will need to be reprogrammed to use the new dialing procedure. Some examples are life safety systems, fax machines, Internet dial-up numbers, alarm and security systems, gates, speed dialers, call forwarding settings, voicemail services, and similar functions. You may also want to check your business stationary or advertising materials to ensure they include the area code.

What Will Remain the Same?
- Your telephone number, including current area code, will not change.
- The price of a call, coverage area, or other rates and services will not change due to the overlay.
- What is a local call now will remain a local call regardless of the number of digits dialed.
- You can still dial just three digits to reach 911, as well as 211, 311, 411, 511, 611, and 711.

Who May You Contact with Questions?
If you have any questions regarding information provided in this notice, please call (service provider's number) or access the following websites for more information: (service provider's website) or http://www.cpuc.ca.gov.